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FLORIDA NON-PROFIT CORPORATION

chabad of bonita springs, inc.

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FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

June 18, 2004

EMPIRE

SUBJECT: CHABAD OF BONITA SPRINGS, INC.
REF: W04000023577

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

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CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

CHABAD OF BONITA SPRINGS, INC.

a Florida Corporation Not-For-Profit

ARTICLE I - NAME

The name of this Corporation is CHABAD OF BONITA SPRINGS, INC.

ARTICLE II - PURPOSES

The purposes for which the Corporation is organized are as follows:

1. To operate as a corporation not-for-profit pursuant to Chapter 617 of the Florida Statutes.
2. To provide Jewish religious, educational, cultural, and social services to the Jewish community and to the community at large, consistent with the establishment and maintenance of a traditional Jewish community, according to Torah-Halachic tradition based on the Code of Jewish Law (Shulchan Aruch) by Shneur Zalman of Liadi and other authorized texts of traditional Judaism and Chabad customs, and for all other lawful purposes which this corporation may undertake and maintain its status under the Internal Revenue Code Section 501(c)(3).
3. Generally, to have and exercise all rights and powers conferred on non-profit

Instrument Prepared by:

ERIC P. STEIN, ESQ.
1820 N.E. 163rd Street #100
North Miami Beach, FL 33162
Tel (786) 248-1090

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corporations under the laws of the State of Florida, or which may hereafter be conferred, including the power to contract, rent, buy, or sell personal or real property.

4. Notwithstanding any of the above statements of purposes or powers, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purpose of this corporation.

ARTICLE III - MEMBERS

The qualifications for members and the manner of their admission to membership shall be regulated by the by-laws for this corporation. Qualification shall be available only to persons who have an interest in the promulgation and furtherance of the teachings of traditional Judaism as described above in general, and of Chabad-Lubavitch teachings in particular.

ARTICLE IV - TERM OF EXISTENCE

This corporation shall exist perpetually unless sooner dissolved by law.

ARTICLE V - INCORPORATOR

The name and street address of the incorporator of this corporation is:

Rabbi Menachem Greenberg
625 Montgomery Street
Brooklyn, New York 11225

ARTICLE VI - DIRECTORS

1. The property, business and affairs of the Corporation shall be managed by a Board of Directors which shall initially consist of three (3) directors, but which number may be either increased from time to time by the By-Laws of the corporation but which number shall never be less than three (3). The By-Laws shall provide for the method of election and the method of determining the number of directors.

2. The names and addresses of the initial directors, who shall hold office until their successors are appointed or elected, are as follows:

- Rabbi Menachem Greenberg, 625 Montgomery Street, Brooklyn, NY 11225
- Luba Greenberg, 625 Montgomery Street, Brooklyn, NY 11225
- Daniel Koren, 315 E. 86th Street, Apt. 4-L, New York, NY 10028

ARTICLE VII - OFFICERS

The officers of the corporation shall consist of a president, vice-president, secretary, treasurer, and such other officers as the Board of Directors may from time to time by resolution create. The officers shall serve at the pleasure of the Board of Directors, and the By-Laws may provide for the removal from office of officers, for filling vacancies, and for the duties of the officers. The names of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

- | | |
|-------------------------|--------------------|
| • PRESIDENT/SECRETARY- | MENACHEM GREENBERG |
| • VICE-PRES./TREASURER- | LUBA GREENBERG |
| • DIRECTOR- | DANIEL KOREN |

ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify, to the fullest extent permitted by law, any person who was or is a party, or is threatened to be made a party, to any threatened, pending or contemplated action, suit or proceeding, whether civil, criminal, administrative or investigative (other than an action by or in the right of the corporation) by reason of the fact that he or she is or was a director, employee, officer or agent of the corporation.

ARTICLE IX - BY-LAWS

The first By-Laws shall be adopted by the Board of Directors and may be altered, amended or rescinded at any time by the Directors in the manner provided by the By-Laws.

ARTICLE X - AMENDMENTS

Amendments to these Articles shall be proposed and adopted in the following manner:

1. A majority of the Board of Directors shall adopt a resolution setting forth the proposed amendment and directing that it be submitted to a vote at a meeting of the members, which may be the annual or a special meeting.
2. Written notice setting forth the proposed amendment or a summary of the changes to be effected thereby shall be given to each member entitled to vote thereon within the time and in the manner provided in the by-laws for the giving of notice of a meeting of the members. If the meeting is an annual meeting, the proposed amendment or such a summary may be included in the notice of such annual meeting.
3. At such meeting, a vote of the members entitled to vote thereon shall be taken on the proposed amendment. The proposed amendment shall be adopted upon receiving the affirmative vote of a majority of the votes of the entire membership of the Corporation.
4. Any number of amendments may be submitted to the members and voted upon by them at any one meeting.
5. If all of the directors and all of the members eligible to vote sign a written statement manifesting their intention that an amendment to these Articles be adopted, then the

amendment shall thereby be adopted as though the above requirements had been satisfied.

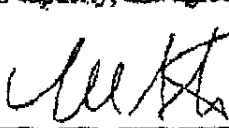
ARTICLE XI - INITIAL PRINCIPAL OFFICE AND INCORPORATOR

The address of the corporation's initial principal office and mailing address shall be 625 Montgomery Street, Brooklyn, New York 11225. The name of the incorporator signing these Articles of Incorporation is Rabbi Menachem Greenberg.

ARTICLE XII - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The initial registered office of the corporation's registered agent shall be 1820 N.E. 163rd Street, Suite 100, North Miami Beach, Florida 33162. The initial registered agent of the corporation at that address is Eric P. Stein, Esquire.

Having been named to accept service of process for the above-stated corporation at the place designated herein, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida law in connection thereto.


ERIC P. STEIN, ESQ.

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STATE
SECRETARY
TALLahassee, FLORIDA

IN WITNESS WHEREOF, I, the undersigned, being the incorporator hereinabove named, for the purpose of forming this not-for-profit corporation under the laws of the State of Florida, have executed these Articles of Incorporation on this 16 day of June, 2004.


RABBI MENACHEM GREENBERG

STATE OF NEW YORK }

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COUNTY OF KINGS

BEFORE ME, the undersigned authority, personally appeared MENACHEM GREENBERG, who is personally known to me or has produced N.Y.S. DRIVER LICENSE as valid identification, and who is described in and who has executed the foregoing Articles of Organization this 16th day of June, 2004.


NOTARY PUBLIC

My commission expires:

Samuel Light
Notary Public, State of New York
No. 24 4657763
Qualified in Kings County
Commission Expires Sept. 30, 2005

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