

NO40000006750

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

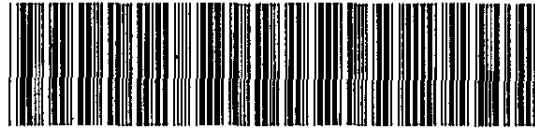
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Susan Shirley GAVE
AUTHORIZATION BY PHONE TO
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DATE 7/13/04
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LAW OFFICES
CRAIG DONOFF, P.A.
PROFESSIONAL ASSOCIATION
TOWN EXECUTIVE CENTER - SUITE 204
6100 GLADES ROAD
BOCA RATON, FLORIDA 33434
Information@craigdonoffpa.com

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AVENTURA, FLORIDA 33160

DADE (305) 935-0496
BROWARD (954) 481-8522
FAX (305) 935-9542

June 16, 2004

FEDERAL EXPRESS
AIRBILL NO.: 8448 5160 5973
Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: THE BRUCE FLEISHER CHARITIES FOUNDATION, INC.

TO WHOM IT MAY CONCERN:

With regard to the above-referenced matter, enclosed please find the original Articles of Incorporation for filing, together with check no.: 46086 in the amount of \$78.75, representing your fee for filing.

Please send the certified copy to the attention of the undersigned.

Should you have any questions, please do not hesitate to contact me.

Very truly yours,
CRAIG DONOFF, PA



Susan M. Shirley

/sms

cc: Bruce and Wendy Fleisher (w/o enc.)
Richard A. Cahlin (w/o enc.)

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BROWARD (954) 481-8522
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July 7, 2004

FEDERAL EXPRESS
AIRBILL NO.: 8448 5160 5929
Department of State
Division of Corporations
Attn: Tammy Hampton
409 E. Gaines Street
Tallahassee, FL 32399

Re: THE BRUCE FLEISHER CHARITIES FOUNDATION, INC.

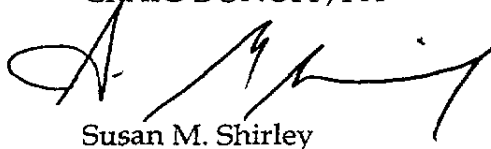
Dear Ms. Hampton:

Pursuant to your letter dated June 18, 2004 (copy of which is enclosed), enclosed please find an original and one (1) copy of the revised Articles of Incorporation.

Please send the certified copy to the attention of the undersigned.

Should you have any questions, please do not hesitate to contact me.

Very truly yours,
CRAIG DONOFF, PA



Susan M. Shirley

/sms

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FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

June 18, 2004

SUSAN M. SHIRLEY
CRAIG DONOFF, P.A.
6100 GLADES RD
BOCA RATON, FL 33434

SUBJECT: THE BRUCE FLEISHER CHARITIES FOUNDATION, INC.
Ref. Number: W04000023613

We have received your document for THE BRUCE FLEISHER CHARITIES FOUNDATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

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

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6855.

Tammy Hampton
Document Specialist
New Filings Section

Letter Number: 004A00040750

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ARTICLES OF INCORPORATION
OF
THE BRUCE FLEISHER CHARITIES FOUNDATION, INC.
A NONPROFIT CORPORATION

We, the undersigned, with other persons being desirous of forming a nonprofit corporation, under the provisions of Chapter 617 of the Florida Statutes, do agree to the following:

ARTICLE I.

The name of the corporation shall be:

THE BRUCE FLEISHER CHARITIES FOUNDATION, INC.

The principal place of business of this corporation shall be:

The Bruce Fleisher Charities Foundation, Inc.
20590 West Dixie Highway
North Miami Beach, FL 33180
(305) 937-2272

ARTICLE II.

(a) The Corporation is organized and shall be operated exclusively for religious, charitable and educational purposes within the meaning of Sec. 509(a)(2) of the Internal Revenue Code and its Regulations as they now exist or as they may be hereafter amended, and it is authorized to receive and maintain funds, to have, hold, manage and sell the same, to change the investments thereof, to invest and reinvest the proceeds thereof, and to collect and receive the income and profits thereof; and to apply the income and principal to the aid and assistance of any and all educational organizations and institutions, and to do all things that may be necessary and useful in the accomplishment of the purposes

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FALL HAVEN, FLORIDA

herein above set forth.

(b) All the assets and earnings shall be used exclusively for the purposes herein above set out, including the payment of expenses incidental thereto, and no part of the net earnings shall inure to the benefit of any part of the net earnings shall inure to the benefit of any private member or individual, and no substantial part of the activities of the corporation shall be for the carrying on of propaganda or otherwise attempting to influence legislation. In the event of dissolution, all assets and earnings shall be paid over to another corporation or corporations organized and operated exclusively for charitable purposes which would qualify under the provisions of Sec. 509(a)(2) of the Internal Revenue Code as they now exist or as they may be hereafter amended.

(c) Notwithstanding any other provisions of these articles:

1. The Corporation shall distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.

2. The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.

3. The Corporation shall not retain any excess business holdings as defined in section 4943 (c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.

4. The Corporation shall not make any investments in such manner as to subject

it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.

5. The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.

The Corporation shall have no capital stock and the private property of the incorporators and members shall not be liable for the debts of the Corporation.

ARTICLE III.

The membership of this corporation shall constitute all persons hereinafter named as officers and directors and such other persons as from time to time may become members by approval of the Board of Directors.

ARTICLE IV.

The name and street address of the incorporator to these Articles of Incorporation is:

Craig Donoff, PA
Craig Donoff, Esq.
6100 Glades Road, Suite 204
Boca Raton, Florida 33434

ARTICLE V.

This corporation is to exist perpetually.

ARTICLE VI.

The business of this corporation shall be managed by the Board of Directors. This corporation shall have no less than three(3) Directors initially. The number of directors may be increased from time to time by the Bylaws, but shall never be less than three (3).

The Board of Directors shall be appointed and hold office in accordance with the Bylaws.

The names and addresses of the person who are to serve as directors for the ensuing year are:

Karen Fleisher - President

Matthew Kutner - Vice-President

Jerry Fleisher - Secretary

Richard Cahlin - Treasurer

ARTICLE VII.

The officers of the corporation shall be President, Secretary and Treasurer and such other officers as may be provided in the Bylaws.

ARTICLE VIII.

The Board of Directors of this corporation may provide such Bylaws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

Upon proper notice, the Bylaws may be amended, altered or rescinded by a majority vote of the Board of Directors.

ARTICLE IX

The street address of the initial principal office of this corporation shall be:

20590 West Dixie Highway
North Miami Beach, FL 33180
(305) 937-2272

and the name of the initial registered agent of the corporation is:

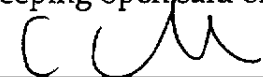
Craig Donoff
6100 Glades Road, Suite 204
Boca Raton, Florida 33434

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on
this 11 day of June, 2004.

By 
CRAIG DONOFF

ACKNOWLEDGMENT OF REGISTERED AGENT:

Having been named to accept service of process for the above-stated corporation,
at place designated in this certificate, I hereby accept to act in this capacity, and agree to
comply with the provision of said Act relative to keeping open said office.


CRAIG DONOFF

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 11 day of
June, 2004, by CRAIG DONOFF, who is personally known to me or
who has produced _____ as identification and who did take an oath.


NOTARY PUBLIC

My commission expires:



Ryan S. Ratner
Commission # DD111793
Expires June 1, 2008
Bonded Thru
Atlantic Bonding Co., Inc.