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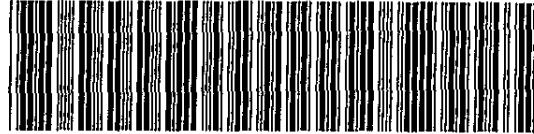
(Business Entity Name)

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TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Ruth Light Braun Artwork Trust, Inc.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Martin Sobel
Name (Printed or typed)
Sobel, Glackman & Sobel, P.A.
12000 Biscayne Boulevard, Suite 402
Address
Miami, Florida 33181-2725
City, State & Zip
(305) 891-4440
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

RUTH LIGHT BRAUN ARTWORK TRUST, INC.
ARTICLES OF INCORPORATION

I, the undersigned natural person of the age of twenty-one (21) years or more, acting as incorporator of a corporation, do hereby associate myself as the incorporator, with the intention of forming a corporation under and by virtue of the General Laws of the State of Florida and in compliance with Chapter 617, F.S., (Not for Profit):

FIRST: The name of the corporation shall be: Ruth Light Braun Artwork Trust, Inc.

SECOND: The principal address of the corporation in Florida is Ruth Light Braun Artwork Trust, Inc., c/o Sobel, Glackman & Sobel, P.A., 12000 Biscayne Boulevard, Suite 402, Miami, Florida 33181-2725.

THIRD: The purpose or purposes for which the corporation is organized:

A. To foster art, art education, preservation of artwork, to preserve Jewish culture and tradition, to utilize art and its reproduction rights to support endowments for museums, scholarship endowments for art students and interns and other educational institutions and charitable institutions as the Directors determine.

B. To receive and maintain a fund or funds of real or personal property, or both, and, subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, scientific, hospital, medical, literary, and educational purposes either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 and its Regulations as they now exist or as they may hereafter be amended, and to that end:

1. Activities in Other States. To conduct and carry on its activities in any state or territory of the United States or in any foreign country in conformity with the laws of such state, territory, or foreign country.

2. Borrowing Money. To borrow money and, from time to time, to make, accept, endorse, execute, and issue bonds, debentures, promissory notes, bills of exchange and other obligations of the Corporation for moneys borrowed or in payment for property acquired or for any of the other objects or purposes of the Corporation or its business and to secure the payment of any such obligations by mortgage, pledge, security interest, deed, indenture, agreement or other instrument of trust, or by other lien upon, assignment of, or agreement in regard to all or any part of the property rights, or privileges of the Corporation wherever situated, whether owned or hereafter to be acquired.

3. Contracts. In furtherance of its corporate purposes, to enter into, make, perform, and carry out contracts of every kind, with every person, firm, corporation, private, public or municipal body politic, under the government of the United States, or any territory,

district, protectorate, dependency, or insular or other possession or acquisition of the United States, or any foreign government, so far as, and to the extent that, the same may be done and performed by a corporation organized under the Not-for-Profit Corporation Law.

4. Personal Property Transactions. Subject to the restrictions or limitations imposed by law, to purchase or otherwise acquire, hold, own, sell, assign, transfer, mortgage, pledge, create a security interest in, exchange, or otherwise dispose of the shares, bonds, obligations, or other securities or evidences of indebtedness of other corporations, domestic or foreign, and if desirable to issue in exchange therefor bonds or other obligations of this Company, and while the owners of such shares to exercise all rights, powers, and privileges of ownership, including the power to vote thereon; and in furtherance of the corporate purposes, in the course of the transaction of the affairs of the Corporation, to acquire real and personal property, rights, and interest of every nature, and to execute and issue bonds, debentures, and other negotiable or transferable instruments, and to mortgage, pledge, or create a security interest in any or all of the property of the corporation; to secure such bonds, debentures, or other instruments, upon such terms and conditions as may be set forth in the instrument or instruments, mortgaging, pledging or creating a security interest in the same or in any deed, contract, or other instrument relating thereto.

5. Real Property Transactions. To acquire, by purchase or lease, gift, devise, bequest, or otherwise, lands and interests in lands in this or in any other state or territory of the United States or a foreign country, and to own, hold, improve, employ, develop, use, and manage and deal with any real estate so acquired, and to erect, or cause to be erected, on any lands owned, held, or acquired by the Corporation, building or other structures, with their appurtenances, and to manage, operate, lease, rebuild, enlarge, alter, or improve any buildings, or other structures now or hereafter erected on any lands so owned, held, or occupied, and to mortgage, pledge, sell, convey, lease, exchange, transfer or otherwise dispose of any lands or interest in lands, and any buildings or other structures, and any stores, suites, rooms, or part of any buildings or other structures, at any time owned or held by the Corporation.

6. Donations. To accept assistance from other persons or any unit of government; to make capital contributions; and to make donations, irrespective of corporate benefit, for the public welfare or for community fund, charitable hospital, educational, scientific, civic or similar purposes.

7. Guaranties of Obligations. In furtherance of its corporate purposes, to guarantee or assume liability for the payment of the principal of, or dividends or interest on, or sinking-fund payments in respect of bonds, debentures, warrants, rights, script, notes, evidences of indebtedness, or other securities or obligations of any kind by whomsoever issued; and to guarantee or assume liability for the performance of any other contract or obligation.

8. Incidental Powers. To do everything necessary, suitable, or proper for the accomplishment, attainment, or furtherance of, to do every other act or thing incidental to, appurtenant to, growing out of, or connected with, the purposes, objects or powers set forth in these Articles of Incorporation, whether alone or in association with others; to possess all the rights, powers, and privileges now or hereafter conferred by the laws of the State of Florida upon

a not-for-profit corporation organized under the laws of the State of Florida and, in general, to carry on any of the activities and to do any of the things herein set forth to the same extent and as fully as a natural person or partnership might or could do; provided that nothing herein set forth shall be construed as authorizing the Corporation to possess any purpose, object or power, or to do any act or thing forbidden by law to a not-for-profit corporation organized under the laws of the State of Florida.

9. Money Lending. To lend money, invest and reinvest its funds, and take and hold real and personal property for the payment of funds so loaned or invested.

10. Securities Transactions. To acquire by purchase or otherwise become interested in, hold, pledge, create a security interest in, sell, or otherwise realize upon, dispose of, or turn to account, but only to the extent that it lawfully may under the Not-for-Profit Corporation Law, accounts, securities, and commercial papers of every nature and description including, without limiting the generality of the foregoing, open accounts, claims, demands, shares, stocks, bonds, notes, debentures, certificates of interest, mortgages, and other similar instruments, chooses in action and rights, issues, created or granted by foreign or domestic corporations, joint stock companies, associations, partnerships, firms, syndicates, individuals, trustees, governments, whether national, state or municipal, or other political subdivisions, or issued, created, or granted by any other entity; to issue its own bonds, notes, debentures, certificates of indebtedness, other evidences of interest, or other securities in exchange therefor; to acquire or become interested in any such accounts, securities or commercial papers for investment, resale, or any other lawful purpose of subscription, exchange, participation in syndicates, or otherwise, and to subscribe for the same, either conditionally or otherwise, whether fully paid or subject to further payments; to make payments thereon as and when called, or in advance of calls or otherwise; to exercise in respect of such accounts, securities, or commercial papers, any and all rights, privileges, and powers inherent in individual ownership or interest therein, including the right to vote thereon and to give or withhold consent or otherwise to act in respect thereof and to act as custodial thereof; to do any and all acts and things for the protection, preservation, security, improvement, and enhancement in value thereof; and in furtherance of its corporate business to aid by loan, guaranty, subsidy, or in any other manner those issuing, creating, granting, or responsible for any of such securities, or commercial paper, or accounts; all to the extent that the corporation lawfully may do under the Not-for-Profit Corporation Law, but not otherwise.

11. Voting Shares in Other Corporations.

a. Shares in other corporations held by this Corporation shall be voted by such officer or officers of this Corporation as the Board of Directors by a majority vote shall designate for that purpose, or by a proxy thereunto duly authorized by like vote of the Board, except as otherwise ordered by vote of the holders of a majority of the certificates outstanding and entitled to vote.

b. The Corporation shall indemnify any and all persons who may serve or who have served at any time as directors or officers, or who at the request of the Board of Directors of the Corporation may serve or at any time have served as directors or officers of

another corporation in which the Corporation at such time owned or may own shares of stock or of which it was or may be a creditor, and their respective heirs, administrators, successors, and assigns, against any and all expenses, including amounts paid in settlement (before or after suit is commenced), actually and necessarily incurred by such persons in connection with the defense or settlement of any claim, action, suit, or proceeding in which they, or any of them, are made parties, or a party, or which may be asserted against them or any of them, by reason of being or having been directors or officers shall be finally adjudged (after all appeals have been exhausted) in any action, suit, or proceeding to be liable for his own gross negligence, willful default or misconduct in the performance of his duty. Such indemnification shall be in addition to any other rights to which those indemnified may be entitled under any law, bylaw, agreement, vote of stockholders, or otherwise.

12. Distribution of Corporation's Income.

a. No part of the net earnings of the Corporation shall inure to the benefit of any member, trustee, officer or director of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes), and no member, trustee, officer or director of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. No substantial part of the activities of the Corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

b. The Corporation shall distribute its income or other amounts for each taxable 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.

c. 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.

d. 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.

e. 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.

f. 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.

g. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code of 1986 and its Regulations as they now exist or as they may hereafter be amended, or by an organization contributions to which are deductible under Section 170(c)(2) of such Code and Regulations as they now exist or as they may hereafter be amended.

h. Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to charitable, religious, scientific, literary, or educational organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code of 1986 and its Regulations as they now exist or as they may hereafter be amended.

FOURTH: The election of Directors of the Corporation shall be provided in the by-laws of the corporation and shall consist of not less than three (3) nor more than seven (7) directors.

FIFTH: The number of directors constituting the initial board of directors is three (3) and the names and addresses, including street and number, of the persons who are to serve as the initial directors until the first annual meeting or until their successors be elected and qualified are:

NAME	ADDRESS
Martin Sobel	Sobel, Glackman & Sobel, P.A. 12000 Biscayne Boulevard Suite 402 Miami, Florida 33181-2725
Cynthia Sobel	Sobel, Glackman & Sobel, P.A. 12000 Biscayne Boulevard Suite 402 Miami, Florida 33181-2725
Elyse Vinitsky	4801 Hampden Lane, Suite 105 Bethesda, Maryland 20814

SIXTH: The address, including street and number, of its initial registered office is Ruth Light Braun Artwork Trust, Inc., c/o Sobel, Glackman & Sobel, P.A., 12000 Biscayne Boulevard, Suite 402, Miami, Florida 33181-2725, and the name of its initial registered agent at such address is Martin Sobel at Sobel, Glackman & Sobel, P.A., 12000 Biscayne Boulevard, Suite 402, Miami, Florida 33181-2725.

SEVENTH: The name and address, including street and number, of the incorporator, who is over the age of twenty-one (21) years, is:

NAME

ADDRESS

Martin Sobel

Sobel, Glackman & Sobel, P.A.
12000 Biscayne Boulevard
Suite 402
Miami, Florida 33181-2725

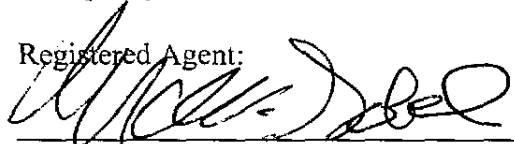
IN WITNESS WHEREOF, on this 30 day of November, 2004, I acknowledge these articles to be my act and deed.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Date:

11/30/04

Registered Agent:




Martin Sobel

Date:

11/30/04

Incorporator:



Martin Sobel

RLBFOUNDATIONARTICLES