

ND5000001311

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____

Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



400045418644

02/07/05 -01076--003 **78.75

FILED
04 DEC 14 AM 8:03
SECRETARY OF STATE
TALLAHASSEE, FL 32399

YMD 2/9



JEWISH
FAMILY &
COMMUNITY
SERVICES

Changing lives for better tomorrows

Iris Young
Executive Director

6261 Dupont Station Court, E • Jacksonville, FL 32217 • 904.448.1933 • Fax 448.0349 • www.jfcsjax.org

February 3, 2005

Ms. Mary Ann Dickey
Florida Department of State
Corporate Filings Section
P. O. Box 6327
Tallahassee, Florida 32314

Dear Mary Ann,

I have enclosed our check for \$78.75. Please apply \$35 toward the filing of the Articles of Incorporation, \$35 for our registered agent designation and \$8.75 for certification of incorporation for JFCS Charities, Inc.

My direct phone number is (904) 394-5725 should you need to contact me.

Thank you for your assistance.

Sincerely,

Brenda Shephard
Controller

EFFECTIVE DATE
01/01/2005

ARTICLES OF INCORPORATION

OF

JFCS CHARITIES, INC.

(A Not For Profit Corporation)

04 DEC 14 AM 8:03

**SECRETARY OF STATE
TALLAHASSEE FLORIDA**

The undersigned, for the purpose of forming a corporation not for profit under the laws of Florida, hereby adopts the following Articles of Incorporation:

ARTICLE I

NAME

Section 1.1 Name. The name of the corporation is JFCS CHARITIES, INC.

Section 1.2 Address of Principal Office. The address of the principal office of the corporation is 6261 Dupont Station Court East, Jacksonville, FL 32217-5582.

Section 1.3 Mailing Address. The mailing address of the corporation is 6261 Dupont Station Court East, Jacksonville, FL 32217-5582.

ARTICLE II

PURPOSES

Section 2.1 Purposes. The corporation is organized and shall be operated exclusively for charitable, religious, scientific and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any future United States Internal Revenue law) (hereinafter the "Internal Revenue Code"), and for the benefit of, to perform the functions of, or to carry out the purposes of Jewish Family and Community Services, Inc., so long as Jewish Family and Community Services, Inc. is an organization described in Section 509(a)(1) or (2) of the Internal Revenue Code; including, for such purposes, the making of grants to other organizations that qualify as exempt organizations under Section 501(c)(3) of the Code; to engage in activities relating to the aforementioned purposes; and to invest in, receive, hold, use and dispose of all property, real or personal, as may be necessary or desirable to carry into effect the aforementioned purposes. Specifically, the corporation's purposes shall include supporting efforts to strengthen the entire community by providing family and individual services to anyone, without prejudice, in the Jewish tradition of helping people help themselves.

ARTICLE III

BOARD OF DIRECTORS

Section 3.1 Election. Directors shall be elected in the manner set forth in the Bylaws of the corporation.

Section 3.2 Number. This corporation shall have fifty (50) Directors initially. The number of Directors may be increased or reduced from time to time, as provided in the Bylaws of the corporation; however, the corporation shall at all times have at least three (3) Directors.

Section 3.3 Names and Addresses of First Members of the Board of Directors. The names and addresses of the persons who are to serve as the initial Directors of the corporation until the election or appointment of their successors are as follows:

- | | |
|----------------------------|--------------------------|
| 1. Lawrence Ansbacher | 26. David Rosenthal |
| 2. Caren Appel | 27. Ellen Rosner |
| 3. Charles Berman | 28. Dr. Adam Shapiro |
| 4. Brian Bialik | 29. Gail Sterman |
| 5. Michele Block-Wiener | 30. Lynn Sussman |
| 6. Ernie Brodsky | 31. Isa Tanenbaum |
| 7. Richard Davis | 32. Elaine S. Wright |
| 8. Susan DuBow | 33. Sandy Zimmerman |
| 9. Dr. Barry Efron | 34. Eunice Zisser |
| 10. Susan Elinoff | 35. Frank Benjamin |
| 11. Charles Frohman | 36. Dr. Guy Benrubi |
| 12. David Garfinkel | 37. Dr. Sol Brotman |
| 13. Debbie Gottlieb | 38. Donald Cohn |
| 14. Judi Greenhut | 39. Jack Coleman |
| 15. Stuart Herman | 40. Albert Datz |
| 16. Jon Israel | 41. Sam Friedlander |
| 17. Maria Keebler | 42. Lawrence Jaben |
| 18. Francine Kempner | 43. Dr. Dennis Lafer |
| 19. Jim Kempner | 44. M.H. Levine |
| 20. Sandy Kesler | 45. Leonardo Maiman |
| 21. Richard Lantinberg | 46. Lew Meisel |
| 22. Barbara Parker | 47. D.H. Oppenheimer |
| 23. Marsha Pollock | 48. Mark (E) Shorstein |
| 24. Jack Price | 49. Gary Wilkinson |
| 25. Howard Roey | 50. Cathy Winterfield |

The address of each of the foregoing initial Directors of the corporation is 6261 Dupont Station Court East, Jacksonville, FL 32217.

Section 3.4 Executive Committee. The Board of Directors may, pursuant to a resolution adopted by a majority of all of the members of the Board, designate two (2) or more of its members to constitute an executive committee, which, to the extent provided in such resolution, may exercise the powers of the Board of Directors.

ARTICLE IV LIMITATIONS

Section 4.1 Limitations on Actions. No dividends shall be paid and no part of the net earnings of the corporation shall inure to the benefit of, or be distributable to any director, officer or other private individual within the meaning of Section 501(c)(3) of the Internal Revenue Code, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered, and to make payments and distributions in furtherance of the purposes set forth in Section 2.1 of these Articles. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation; provided, however, that this provision shall not apply to activities consisting of carrying on propaganda, or otherwise attempting, to influence legislation, to the extent the corporation has made an election pursuant to and remains in compliance with the restrictions of Section 501(h) of the Internal Revenue Code. The corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of (or in opposition to) any candidate for public office. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code or (b) by a corporation, contributions to which are deductible under Sections 170(c)(2), 2055(a)(2) and 2522(a)(2) of the Internal Revenue Code.

Section 4.2 Private Foundation Limitations. At any time when the corporation is or becomes a "private foundation" within the meaning of Section 509(a) of the Internal Revenue Code, the following additional limitations on the corporation's activities shall apply:

1. The corporation shall distribute its income 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.
2. The corporation shall not engage in any act of self-dealing as defined by Section 4941(d) of the Internal Revenue Code.
3. The corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code.
4. The corporation shall not make any investments in such manner as to subject it to the tax under Section 4944 of the Internal Revenue Code.
5. The corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

ARTICLE V
DISSOLUTION AND LIQUIDATION

Section 5.1 Dissolution and Liquidation. The corporation may be dissolved upon the adoption of a plan to dissolve in the manner now or hereafter provided under the laws of Florida. In the event of dissolution of the corporation, no liquidating or other dividends and no distribution of property owned by the corporation shall be declared or paid to any private individual, but the net assets of the corporation shall be distributed as follows:

1. All liabilities and obligations of the corporation shall be paid, satisfied and discharged, or adequate provision shall be made therefor.
2. Remaining assets shall be distributed to one or more organizations described in Section 501(c)(3) of the Internal Revenue Code, and/or one or more governmental units referred to in Section 170(c)(1) of the Internal Revenue Code exclusively for public purposes, as determined in the plan to dissolve adopted in the manner set forth above in this Article V. Any assets not disposed of pursuant to the foregoing provisions shall be distributed by the circuit court of the county in which the principal office of the corporation is located to one or more organizations described in Section 501(c)(3) of the Internal Revenue Code, or to a governmental unit referred to in Section 170(c)(1) of the Internal Revenue Code exclusively for public purposes, as such court shall determine.

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

Section 6.1 Name and Address. The street address of the initial registered office of this corporation is 5150 Belfort Rd., Bldg. 100, Belfort Road South Professional Park, Jacksonville, FL 32256-6010, and the name of the initial registered agent of this corporation at that address is Lawrence V. Ansbacher.

ARTICLE VII
INCORPORATOR

Section 7.1 Name and Address. The name and street address of the incorporator(s) of the corporation are as follows:

<u>Name</u>	<u>Street Address</u>
Brenda L. Shephard	6261 Dupont Station Court East Jacksonville, FL 32217-5582

ARTICLE VIII
TERM OF EXISTENCE

Section 8.1 The effective date of the formation of this corporation shall be January 1, 2005.

Section 8.2 Term of Existence. This corporation shall have perpetual existence unless it shall be dissolved according to the laws of the State of Florida.

ARTICLE IX
BYLAWS

Section 9.1 Bylaws. The initial Bylaws of this corporation shall be adopted by the Board of Directors.

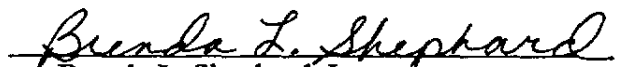
ARTICLE X
AMENDMENT

Section 10.1 Amendment. This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation.

ARTICLE XI
POWERS

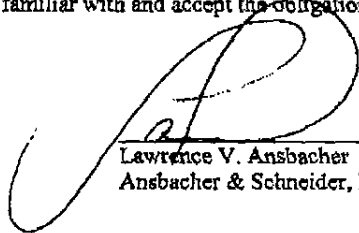
Section 11.1 Powers. To accomplish the purposes of the corporation set forth in Article II, the corporation shall have all powers and authorities as are now or may hereafter be granted to corporations not for profit under the laws of the State of Florida, including, but not limited to, the power to purchase, own, sell and otherwise deal with real and personal property, to borrow and lend money, to make contracts with others for goods and services, to elect officers and appoint agents, to carry on its operations through its officers, employees and agents within or without the State of Florida, and to make donations for the public welfare and for charitable, educational and religious purposes. Notwithstanding any other provision of these Articles, only such powers shall be exercised as are in furtherance of the tax-exempt purposes of the corporation and as may be exercised by an organization exempt under Section 501(c)(3) of the Internal Revenue Code and the Regulations thereunder as they now exist or as they may hereafter be amended and by an organization contributions to which are deductible under Section 170(c)(2) of such Code and Regulations as they may exist from time to time.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation for the purposes therein set forth, all as of the 10th day of December, 2004.


Brenda L. Shephard, Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in the above Articles of Incorporation, I hereby agree to act in this capacity, and further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and accept the obligations of a registered agent.



Lawrence V. Ansbacher
Ansbacher & Schneider, P.A.

11-05-01

date

FILED
04 DEC 14 AM 8:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA