

Division of Corporations

Florida Department of State
Division of Corporations
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FLORIDA PROFIT/NON PROFIT CORPORATION

SYNAGOGUE BET OVADIA, INC.

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**ARTICLES OF INCORPORATION
FOR
SYNAGOGUE BET OVADIA, INC.**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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The undersigned, for the purpose of forming a Corporation in Compliance with Florida Statutes Chapter 617, hereby makes, acknowledges, and files the following Articles of Incorporation:

ARTICLE I
NAME

The name of the corporation is SYNAGOGUE BET OVADIA, INC. ("hereinafter referred to as the "Corporation").

ARTICLE II
PRINCIPAL OFFICE

The mailing address and principal place of business is 3713 Main Highway, Coconut Grove, Florida 33133 or in any other city in the State of Florida designated by the Board of Directors from time to time.

ARTICLE III
PURPOSES AND POWERS

The purpose of the Corporation shall be to conduct religious services and educational services with the tenants of the Orthodox Jewish faith. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization 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 the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE IV
DIRECTORS

The Corporation shall have three (3) directors initially and the number of directors may be increased or diminished from time to time as provided in the Bylaws but shall never be less than three.

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The names and addresses of the initial directors are:

Menachem M. Fellig
3713 Main Highway
Coconut Grove, Florida 33133

and

Yakov Fellig
3713 Main Highway
Coconut Grove, Florida 33133

and

Rabbi Abraham Stolik
3713 Main Highway
Coconut Grove, Florida 33133

ARTICLE V
OFFICERS

Following are the names and addresses of the officers of the Corporation:

<u>Names/Addresses</u>	<u>Offices</u>
Menachem M. Fellig 3713 Main Highway Coconut Grove, Florida 33133	President, Secretary and Treasurer

ARTICLE VI
REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is Meland Russin Hellinger & Budwick, P.A., 200 South Biscayne Blvd., Suite 3000, Miami, Florida 33131, and the name of the registered agent of this company at that address is Meland Russin Hellinger & Budwick, P.A.

ARTICLE VII
EFFECT OF DISTRIBUTION

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

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ARTICLE VII
INCORPORATOR

The name and address of the Incorporator of the Corporation is: Menachem M. Fellig, 3713 Main Highway, Coconut Grove, Florida 33133.

ARTICLE IX
EFFECTIVE DATE

The company's duration shall commence upon the filing of these Articles of Incorporation with the Department of State and shall have perpetual existence.

IN WITNESS WHEREOF, the undersigned Incorporator has hereunto set his hand and seal this 1 day of September, 2007

By: 
Menachem M. Fellig

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

Having been named as registered agent and to accept service of process for the above stated Corporation in the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Meland Russin Hellinger & Budwick P.A.
3000 Wachovia Financial Center
200 South Biscayne Boulevard
Miami, Florida 33131

1-03-06
Date

By: 
Andrew B. Hellinger

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