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## COVER LETTER

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

SUBJECT: SHAYE' YITZCHAK, 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: ALAN N BAZLA, PA  
Name (Printed or typed)

2901 STIRLING ROAD, SUITE # 203  
Address

FT. LAUDERDALE, FL 33312  
City, State & Zip

(954) 983-9394  
Daytime Telephone number

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

# Certificate of Incorporation of

SHAVEI YITZCHAK, INC.

( A NONPROFIT CORPORATION )

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The undersigned hereby associate for the purpose of becoming a nonprofit corporation under the Laws of the State of Florida, providing for the formation of a nonprofit corporation, with the powers, rights, privileges and immunities hereinafter mentioned, and make, subscribe and acknowledge and file with the Secretary of State of Florida, this Certificate of Incorporation, and to that end does by this certificate set forth:

## ARTICLE I NAME

The name of the corporation shall be SHAVEI YITZCHAK, INC.

The corporation will be doing business as SHAVEI YITZCHAK, INC.

## ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

The physical address of the corporation is : **SHAVEI YITZCHAK, INC.**  
**4861 SW 38TH TERRACE**  
**FORT LAUDERDALE, FL 33312**

The mailing address of the corporation is : **SHAVEI YITZCHAK, INC.**  
**4861 SW 38TH TERRACE**  
**FORT LAUDERDALE, FL 33312**

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### **ARTICLE III PERPETUITY**

This nonprofit corporation shall exist in perpetuity commencing on the date of execution and acknowledgment of these Articles of Incorporation.

### **ARTICLE IV CORPORATE NATURE**

This is a nonprofit corporation, organized solely for general, civic, RELIGIOUS, educational, social, and benevolent purposes pursuant to Florida Corporations Not for Profit Law set forth in Section 617 of the Florida Statutes.

### **ARTICLE V GENERAL AND SPECIFIC PURPOSES**

The specific and primary purposes for which this nonprofit corporation is formed are:

- a) for the advancement and education of the the Jewish religion and other related or corresponding charitable purposes by the distribution of its funds for each purposes.
- b) for providing a place of prayer on a regular basis for those in the Jewish faith and to educate its memebbers and non-members in the community about the Jewish faith.
- c) To operate exclusively in any other manner for such charitable purposes as will qualify it as an exempt organization under section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or any other corresponding provisions of any subsequent federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, including private foundations and private operating foundations.

### **ARTICLE VI MANAGEMENT OF CORPORATE AFFAIRS**

a) Board of Trustees. The power of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Trustees. The number of Trustees of the corporation shall be two (2), provided, however, that such number may be changed by a bylaw duly adopted by the members.

The Trustees named herein as the first Board of Trustees shall hold office until the first meeting of members at which time an election of Trustees shall be held.

Trustees elected at the first annual meeting, and at all times thereafter, shall serve for a term of one (1) year until the annual meeting of members following the election of Trustees and until the qualification of the successors in office. Annual meetings shall be held at 4012 No. 46th Ave., Hollywood, Florida 33021 on September 1, of each year at 6:30 P.M., or at such other place or places as the Board of Trustees may designate from time to time by resolution.

Any action required or permitted to be taken by the Board of Trustees under any provision of law may be taken without a meeting, if all members of the board shall individually or collectively

consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Trustees. Any certificate or other document filed under any provisions of the law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Trustees without a meeting, and that the Articles of Incorporation and by the Bylaws of this corporation authorize the Trustee to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of such initial members of the Board of Trustees are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Ilan Shaltiel Trustee	4861 SW 38TH TERRACE FORT LAUDERDALE, FL 33312
Guy David Fadida Trustee	3838 SW 50TH CT FORT LAUDERDALE, FL 33312
Pinhas Ben Hamou Trustee	3841 SW 52ND ST FORT LAUDERDALE, FL 33312

b) Corporation Officers. The Board of Trustees shall elect the following officers. President, Vice President, Secretary and Treasurer, and such officers as the bylaws of this corporation may authorize the Trustees to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Trustees. Until such election is held, the following persons shall serve as corporate officers holding these titles:

<u>NAME</u> Ilan Shaltiel Officer	<u>ADDRESS</u> 4861 SW 38TH TERRACE FORT LAUDERDALE, FL 33312
<u>NAME</u> Guy David Fadida Officer	<u>ADDRESS</u> 3838 SW 50TH CT FORT LAUDERDALE, FL 33312
<u>NAME</u> Pinhas Ben Hamou Officer	<u>ADDRESS</u> 3841 SW 52ND ST FORT LAUDERDALE, FL 33312

#### **ARTICLE VII EARNINGS AND ACTIVITIES OF CORPORATION**

a) No part of the net interest of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers or other private persons, 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 Article V hereof.

b) No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation 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.

c) 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) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law); or (b) by a corporation, contributions to which are deductible under section 170(c) (2) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law).

d) Notwithstanding any other provisions of these articles this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

#### **ARTICLE VIII DISTRIBUTION OF ASSETS**

Upon dissolution of the corporation, the Board of Trustees shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purpose of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious purposes as shall at the time qualify as an exempt organization or organizations under section 501(c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Trustees shall determine. Any such assets not so disposed of shall be disposed of by a Court of competent jurisdiction in the county in which the principal office of the corporation is then located exclusively for such purposes or to such organization or organizations as such Court shall determine, which are organized and operated exclusively for such purposes.

#### **ARTICLE IX MEMBERSHIP**

(a) The corporation shall have one class of members and not more than one membership may be held by any one person. The rights and privileges of all members shall be equal. Each member shall be entitled to one vote.

(b) Any person paying the dues provided for the bylaws and agreeing to be bound by the Articles of Incorporation and the Bylaws of the corporation and by such rules and regulations as the trustees may from time to time adopt, is eligible for membership.

(c) A prospective member shall be eligible for membership upon presentation of an approved application by membership committee for approval and acceptance by the Board of Trustees.

#### **ARTICLE X SUBSCRIBERS**

The names and residence addresses of the Subscribers of this corporation are as follows:

**NAME**  
Ilan Shaltiel

**ADDRESS**  
4861 SW 38TH TERRACE  
FORT LAUDERDALE, FL 33312

**NAME**

Guy David Fadida

**ADDRESS**

3838 SW 50TH CT  
FORT LAUDERDALE, FL 33312

**NAME**

Pinhas Ben Hamou

**ADDRESS**

3841 SW 52ND ST  
FORT LAUDERDALE, FL 33312


**ARTICLE XI DEDICATION OF ASSETS**

The property of this corporation is irrevocably dedicated to charitable purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual.

**ARTICLE XII REGISTERED AGENT AND OFFICE**

The address of the corporation's registered office shall be 4861 SW 38th Terrace Fort Lauderdale, Florida 33312 and the name of its registered agent at said address shall be Ilan Shaltiel DATED this 5th day of October, 2006.

x

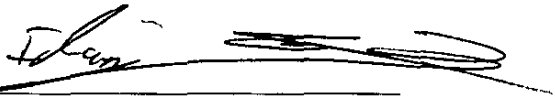
  
Registered Agent, Ilan Shaltiel  
I hereby accept service of process.

**ARTICLE XIII AMENDMENTS OF ARTICLES**

Amendments of these Articles of Incorporation may be proposed by a resolution adopted by the Board of Trustees and presented to a quorum of members of their vote.

We the undersigned, being the subscribers and incorporators of this corporation, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, have executed these Articles of Incorporation this 5th day of October, 2006.

x

  
Ilan Shaltiel  
Trustee - Officer

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