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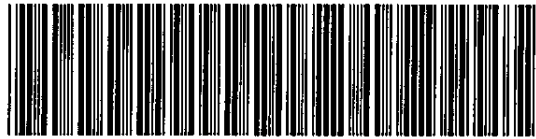
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2007 FEB 27 PM 2:34

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch FEB 28 2007

ELLIOT P. BORKSON, P.A.

1313 S. Andrews Avenue
Fort Lauderdale, FL 33316
Telephone: (954) 462-6360
Facsimile: (954) 462-5225

February 26, 2007

VIA FEDERAL EXPRESS

Department of State
Division of Corporations
2661 Executive Center Circle, Clifton Bldg.
Tallahassee, FL 32301

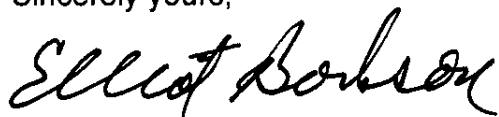
RE: Sally Goldman Foundation, Inc.

To Whom It May Concern:

Enclosed are an original and two copies of the Articles of Incorporation for the Sally Goldman Foundation, Inc. Also enclosed is a check in the amount of \$87.50, representing the filing fee, and registered agent fee, and the cost of a Certified Copy and a Certificate of Status. Please return the Certified Copy and the Certificate of Status to me at your soonest convenience in the Federal Express envelope provided.

If you have any questions or need any additional information or documentation, please do not hesitate to contact me.

Sincerely yours,



Elliot P. Borkson

EPB:km

Enclosures

cc: Sally Goldman
George Levie

SALLY GOLDMAN FOUNDATION, INC.
A NOT-FOR-PROFIT FLORIDA CORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, desiring to form a not-for-profit corporation under Chapter 617 of the Florida statutes, does hereby certify to the following:

ARTICLE I

The name of the not-for-profit corporation shall be SALLY GOLDMAN FOUNDATION, INC.

ARTICLE II

The address of the principal office of the corporation in the state of Florida is 706 Verona Court, Weston, Broward County, Florida 33326.

ARTICLE III

Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE IV

The names and addresses of the persons who are the initial directors of the corporation are as follows:

Sally Goldman, 16425 Collins Avenue, #2414, N. Miami Beach, FL 33160-4543

George R. Levie, 706 Verona Court, Weston, Florida 33326.

The affairs of the corporation shall be managed by its directors. Provisions for the election of directors, meetings and vacancies are set forth in the by-laws of the corporation. The corporation shall have no members.

ARTICLE V

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its directors, 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 III hereof. 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 or in opposition to any candidate for public office. Notwithstanding any other provisions 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 the corresponding section of any future federal tax code or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue code, or the corresponding section of any future federal tax code.

ARTICLE VI

The corporation's initial registered office and the name of its initial registered agent is:

Elliot P. Borkson, Elliot P. Borkson, P.A., 1313 S. Andrews Avenue, Fort Lauderdale, FL 33316.

ARTICLE VII

The names and addresses of the persons who are the incorporators are:

Sally Goldman, 16425 Collins Avenue, #2414, N. Miami Beach, FL 33160-4543

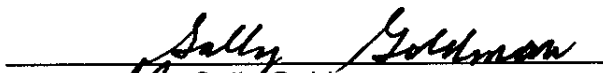

George R. Levie, 706 Verona Court, Weston, Florida 33326.

ARTICLE VIII

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the 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 so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation 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.

IN WITNESS WHEREOF, the undersigned, constituting a majority of the directors, subscribe our names this 22 day of February, 2007.

INCORPORATORS:


Sally Goldman

George Levie

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

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 relative to the property and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the corporation has been notified in writing of this change.

Date: February 22, 2007

By: 
Elliot P. Borkson