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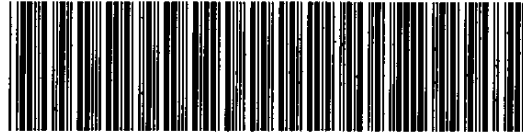
(Business Entity Name)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

11/11

## COVER LETTER

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

**SUBJECT:** REACHOUT JEWISH EDUCATIONAL SERVICES, 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: Baruch S. Gottesman, Esq.  
Name (Printed or typed)

185-12 Union Turnpike  
Address

Fresh Meadows, NY 11366  
City, State & Zip

(718) 454-4422 x 312  
Daytime Telephone number

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

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**ARTICLES OF INCORPORATION**

**OF**

**REACHOUT JEWISH EDUCATIONAL SERVICES, INC.**

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**Filed by:     Arlene W. Hersh**  
**5223 Grande Palm Circle**  
**Delray Beach, FL 33484-1363**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION**

**OF**

**REACHOUT JEWISH EDUCATIONAL SERVICES, INC.**

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The undersigned, for the purpose of forming a nonprofit corporation under the Florida Not For Profit Corporation Act, Florida Statutes Chapter 617, does hereby make and adopt the following Articles of Incorporation:

**ARTICLE I      NAME**

The name of the Corporation shall be:

**REACHOUT JEWISH EDUCATIONAL SERVICES, INC.**

**ARTICLE II      PRINCIPAL OFFICE**

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

ReachOut Jewish Educational Services, Inc.  
5223 Grande Palm Circle  
Delray Beach, Florida 33484-1363

**ARTICLE III      PURPOSES**

The purposes for which the corporation is organized and shall operate are:

a.) the corporation is organized and shall operate 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 sections of any future federal tax code.

b.) to encourage rabbinical students and other young Jewish adults to appreciate and pursue Jewish religious outreach by providing them basic tools to answer fundamental questions about Judaism. In furtherance of these goals the corporation shall organize

educational seminars, and prepare education plans for interested rabbinical students and other young Jewish adults. Where appropriate, the corporation may encourage and facilitate participants' pursuit of careers in Jewish religious outreach.

c.) do any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof.

d.) Notwithstanding any other provision of these articles the corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal income tax under Section 501(c)(3) or corresponding provisions of any future Federal tax laws.

#### **ARTICLE IV      POWERS AND LIMITATIONS**

##### **a.)      POWERS**

The corporation shall have all the powers enumerated in Section 617.0302, Florida Statutes (2006), as the same may be amended from time to time, and such other powers as may be necessary to carry out the corporation purposes, provided that such powers do not conflict with Chapter 617, Florida Statutes, or with any provision in Section 503 of the Internal Revenue Code of 1986, as amended.

##### **b.)      LIMITATIONS**

1.) No part of the net earnings of the corporation shall inure to the benefit of any member, trustee, director, officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation), and no member, trustee, officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporation assets on dissolution of the corporation.

2.) No part of the activities of the corporation shall be carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by IRC section 501(h)) or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidates for public office.

3.) No part of the activities shall be any activities not permitted to be carried on by organizations exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, 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.

#### **ARTICLE V          DISSOLUTION**

Upon the dissolution of the corporation all of the remaining assets and property of the corporation shall, after necessary expenses, be distributed to another organization exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent Federal tax laws, or to the Federal government, or state or local government for public purposes.

#### **ARTICLE VI          PRIVATE FOUNDATION STATUS**

In any taxable year in which the corporation is a private foundation as described in Section 509(a) of the Internal Revenue Code of 1986, the corporation shall distribute its income for said period at such time and manner as to not subject it to tax under Section 4942 of the Code and the corporation shall not:

- a.) engage in any act of self-dealing as defined in Section 4941(d) of the Code;
- b.) any excess business holdings as defined in Section 4943(c) of the Code;

c.) any investments in such manner as to subject the corporation to tax under Section 4944 of the Code; or

d.) make any taxable expenditures as defined in Section 4945(d) of the Code or corresponding provisions of any subsequent Federal tax laws.

## **ARTICLE VII                      BOARD OF DIRECTORS**

### **a.)      POWERS**

The business, affairs, activities and property of the corporation shall be managed, directed, governed and controlled, and the powers of the corporation shall be vested in and exercised by a board of directors. The term of office of directors, the manner of their designation and selection, their qualifications, meetings, voting and other rights and privileges shall be set forth in the bylaws.

### **b.)      NUMBER AND MANNER OF ELECTION**

Board of Directors shall consist at all times of at least three (3) but not more than seventy-one (71) individuals. Each Director shall be elected by majority vote of the Members in the manner and at the times set forth in the Bylaws. Any Director may be removed by the affirmative vote of at least two-thirds (2/3) of the Board of Directors.

### **b.)      Initial Directors**

#### **DIRECTOR**

Arlene W. Hersh  
5223 Grande Palm Circle  
Delray Beach, FL 33484-1363

#### **DIRECTOR**

Aaron T. Pellman  
6437 Rock Forest Drive, Apt. #205  
Bethesda, MD 20817-7889

#### **DIRECTOR**

Jason S. Wenglin  
Machzikei Hadat 3, Apt.#2  
Ramat Beit Shemesh, Israel

**ARTICLE VIII      BYLAWS**

The Bylaws of the Corporation shall be made and adopted by the Board of Directors, and may be altered, amended or rescinded by the Board of Directors in the manner set forth in the Bylaws.

**ARTICLE IX      AMENDMENT.**

These Articles of Incorporation may be amended by the affirmative vote of at least two-thirds (2/3) of the Board of Directors.

**ARTICLE X      INDEMNIFICATION AND CIVIL LIABILITY IMMUNITY**

The corporation shall indemnify each Director and Officer, including former Directors and Officers, to the fullest extent allowed by law, including but not limited to Florida Statutes Section 617.0831. It is intended that the Corporation be an organization the Officers and Directors of which are immune from civil liability to the extent provided under Florida Statutes Section 617.0834 and other similar laws.



**ARTICLE XI INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and Florida Street address of the registered agent is:

Sara Shulevitz, Esq.  
28 West Flagler, Suite #1022  
Miami, Florida 33130

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**ARTICLE XII INCORPORATOR**

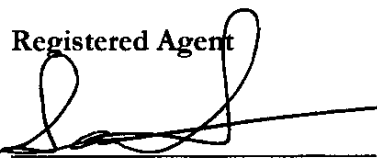
The name and address of the Incorporator is:

Arlene W. Hersh  
5223 Grande Palm Circle  
Delray Beach, FL 33484-1363

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*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.*

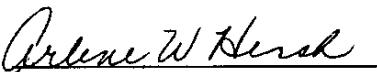
**Registered Agent**

  
Signature

Sara Shulevitz, Esq.  
Name

6/23/07  
Date

**Incorporator**

  
Signature

Arlene W. Hersh  
Name

6/22/07  
Date