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Florida Department of State
Division of Corporations
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To:
Division of Corporations
Fax Number : (850) 617-6381

From:
Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

RECEIVED APR - 6 2009

FLORIDA PROFIT/NON PROFIT CORPORATION

center for jewish art, inc.

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TAHAASSEE, FLORIDA

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March 17, 2009

FLORIDA DEPARTMENT OF STATE
Division of Corporations

EMPIRE CORPORATE KIT COMPANY

SUBJECT: CENTER FOR JEWISH ART INC.
REF: W09000012566

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

If you have any further questions concerning your document, please call (850) 245-6973.

Claretha Golden
Regulatory Specialist II
New Filing Section

FAX Aud. #: E09000060972
Letter Number: 409A00009058

P.O BOX 6327 - Tallahassee, Florida 32314

**LAW OFFICES OF
ALEXANDER L. DOMB, P.A.**

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LAKE WELLINGTON PROFESSIONAL CENTRE
12230 FOREST HILL BOULEVARD, SUITE 175
WELLINGTON, FLORIDA 33414
TELEPHONE: (561) 347-6000
FACSIMILE: (561) 347-6001
EMAIL: ALEC@ALDLAW.ORG
WEBSITE: WWW.ALDLAW.ORG

April 3, 2009

Empire Corporate Kit Company

RE: Center for Jewish Art, Inc.
REF# W09000012566

Dear Empire:

Please forward this letter to the Secretary of State together with the letter and Affidavit regarding the previous issues which have involved the delay in filing these Articles of Incorporation. Hopefully, there will not be any more issues and the articles can finally be filed as of the original date.

Gentlemen:

Please be advised that the Articles of Incorporation provide in Article VII that the method of selection of directors as set forth in the By-Laws. Section 617.0202(d) provides that in lieu of stating the method of selection in the Articles, it can be stated in the By-Laws and the Articles provide for that scenario.

I have also included all of the information relating to the previous letter of February 26, 2009, regarding the availability of the name for your ease of reference, so that this issue does not reintroduce itself.

Thanking you in advance for your cooperation.

Sincerely,

ALEXANDER L. DOMB, P.A.

By:

ALEXANDER L. DOMB

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TALLAHASSEE, FLORIDA

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**LAW OFFICES OF
ALEXANDER L. DOMB, P.A.**

LAKE WELLINGTON PROFESSIONAL CENTRE
12230 FOREST HILL BOULEVARD, SUITE 175
WELLINGTON, FLORIDA 33414
TELEPHONE: (561) 347-6000
FACSIMILE: (561) 347-6001
EMAIL: ALEC@ALDLAW.ORG
WEBSITE: WWW.ALDLAW.ORG

March 16, 2009

Empire Corporate Kit Company

RE: Center for Jewish Art
REF #: W09000009298

Dear Empire:

Please forward this letter to the Secretary of State, together with the attached affidavit and the articles of incorporation pursuant to the direction of Dale White, Regulatory Specialist II, New Filing Section, Florida Department of State, Division of Corporations, to wit:

Gentlemen:

This letter will serve to advise you that the owners of Center for Jewish Art, Inc., REF # W09000009298 are the same owners as Center for Jewish Art, LLC, Document # L08000058225.

Sincerely,

ALEXANDER L. DOMB, P.A.

By:


ALEXANDER L. DOMB

A F F I D A V I T

STATE OF FLORIDA)
 }
COUNTY OF PALM BEACH)

BEFORE, the undersigned authority, personally appeared DONALD K. FORGES, who being by me first duly sworn, on oath, depose and say:

1. Affiant is one of the managers of Center for Jewish Art, LLC.

2. The other managing member of the Limited Liability Company is Helen Ventis.

3. Affiant further states that he and Helen Ventis are the only officers and directors of Center for Jewish Art, Inc., a Florida Not For Profit Corporation.

4. Affiant filed the LLC entitled Center for Jewish Art, LLC, in 2008, and immediately filed an application with the Internal Revenue Service to qualify the LLC to become a qualified not for profit entity pursuant to Section 501 (c) (3) of the Internal Revenue Code.

5. The Internal Revenue Service turned down the LLC due to inadequate or missing language necessary to qualify under Section 501(c)(3), and further directed Affiant to re-file a completely new corporation utilizing the necessary and proper language in its Articles of Incorporation and re-submit the application.

6. Affiant, pursuant to the instructions of the Internal Revenue Service, has submitted the Articles of Incorporation of Center for Jewish Art, Inc., as a not for profit corporation for the purpose of accomplishing the above-stated goal and for no other purpose. Since all of the incorporators of Center for Jewish Art, LLC are one and the same incorporators as Center for Jewish Art, Inc.

7. Affiant states that this affidavit is being made for the purpose of clearing up any issue the Secretary of State may have regarding the filing of the Articles of Incorporation for Center for Jewish Art, Inc.

Affiant further states that he is familiar with the nature of an oath; and with the penalties as provided by the laws of the State aforesaid for falsely swearing to statements made in an instrument of this nature. Affiant further certifies that he has read, or has heard read to him the full facts of this affidavit and understand its context.

Witness: 

 U.S.
DONALD K. PORGES


STATE OF FLORIDA
COUNTY OF PALM BEACH }

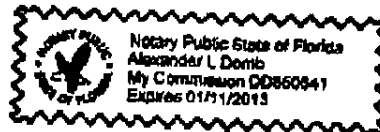
Sworn and subscribed before this 5 day of March, 2009 by

DONALD K. PORGES

X who is/are personally known to me

who has/have produced a valid drivers license OR _____ as
identification and who did NOT take an oath.


Notary Public



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ARTICLES OF INCORPORATION
OF
CENTER FOR JEWISH ART, INC.
(A Corporation Not for Profit)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby submit the following Articles of Incorporation for the formation of a corporation not-for-profit in accordance with the laws of the State of Florida.

I.

The name of this corporation is **CENTER FOR JEWISH ART INC.**

II.

The term for which this corporation shall exist shall be perpetual.

III.

The general nature of the business or businesses to be transacted by said corporation shall be as follows:

This Corporation is organized and shall be operated exclusively for charitable purposes, including to discover, develop and display Jewish artistry and artists to society, and subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, scientific, literary, or educational purposes either directly or by contributions to organizations that qualify as exempt organizations under Section 501 (c) (3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended.

To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes, or the attainment of any of the objects or for the furtherance of any of the powers

Prepared By: Alexander L. Domb, Esquire
12230 FOREST HILL BOULEVARD, SUITE 175
WELLINGTON, FLORIDA 33414
PH: (561) 347-6000
FLORIDA BAR NO: 558362

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herein set forth, either alone or in association with other corporations, firms or individuals, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the aforesaid business or powers, or any part thereof; provided, that the same be not inconsistent with the laws under which this not for profit corporation is organized.

No part of the net earnings of CENTER FOR JEWISH ART, INC. shall inure to the benefit of, or be distributable to, any Director or Officer of the corporation or any member of the corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes), and no Director or Officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation. No substantial part of the activities of the corporation shall be the carrying on each propaganda, or otherwise attempting to influence legislation and the corporation shall not participate in, or intervene in (including the publication or distribution of statement) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c) (3) of the Internal revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereinafter be amended, or by an organization, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code and said Regulations as they now exist or as they may hereafter be amended.

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific 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 provisions of any future United States Internal Revenue Law), as Board of Directors shall determine. Any such assets not disposed of shall be disposed of by the Circuit Court of Palm Beach County, Florida, in which the principal office of the corporation is then located, exclusively for such purposes or to such

Prepared By: Alexander L. Domb, Esquire
12230 FOREST HILL BOULEVARD, SUITE 175
WELLINGTON, FLORIDA 33414
PH: (561) 347-6000
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organization or organizations, as said script shall determine, which are organized and operated exclusively for such purposes.

The corporation shall have such powers as are conferred upon it by Chapter 617 of the Laws of the State of Florida, and to exercise those powers in the accomplishment of its objects and purposes.

The membership of this corporation shall be open to all persons who; have a definable interest in the business and/or techniques to discover, develop and display Jewish artistry and artists for the development of the Jewish arts in the community/society.

The By-Laws may impose other conditions of membership from time to time.

VI.

The street address of the initial registered office of this corporation is 1880 N. CONGRESS AVENUE, SUITE 215, BOYNTON BEACH, FL 33426 and the name of the initial registered agent of this corporation at that address is DONALD K. FORGES. The principal place of business is 5601 S LA SEDONA CIRCLE, DELRAY BEACH, FL 33484.

VII.

This corporation shall have as directors initially those persons who are designated in this Article below. The number of directors may be either increased or decreased from time to time by the By-Laws, but shall never be less than Three (3) nor more than Five (5). The By-Laws shall determine the method of director selection for the corporation. The name(s) and address(es) of the initial director(s) of this corporation is (are):

<u>NAME</u>	<u>ADDRESS</u>
HELEN B. YENTIS	5601 S. LA SEDONA CIRCLE DELRAY BEACH, FL 33484
DONALD K. FORGES	1880 N. CONGRESS AVENUE, SUITE 215 BOYNTON BEACH, FL 33484
LISA WEISSMAN	1880 N. CONGRESS AVENUE, SUITE 215 BOYNTON BEACH, FL 33484

Prepared By: Alexander L. Domb, Esquire
12230 FOREST HILL BOULEVARD, SUITE 175
WELLINGTON, FLORIDA 33414
PH: (561) 347-6000
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VIII.

The names and addresses of the officers who are to conduct the business of this corporation until those elected at the first election are as follows:

President: HELEN B. YENTIS
5601 S. LA SEDONA CIRCLE
DELRAY BEACH, FL 33484

Secretary: DONALD K. FORGES
1880 N. CONGRESS AVENUE, SUITE 215
BOYNTON BEACH, FL 33426

Treasurer: DONALD K. FORGES
1880 N. CONGRESS AVENUE, SUITE 215
BOYNTON BEACH, FL 33426

IX.

The name and address of the person signing these Articles is:

DONALD K. FORGES
1880 N. CONGRESS AVENUE, SUITE 215
BOYNTON BEACH, FL 33426

X.

If, at any time, any of the stockholders desire to sell their stock, said stockholder or stockholders shall first offer it, in writing, to the Board of Directors, stating prices and terms, and give the Board of Directors Thirty (30) days in which to place it with the stockholders. At the expiration of Thirty (30) days, if no stockholder has purchased and settled for same, said stockholder or stockholders shall have the right to sell to whomever will purchase for the same sum and prices for which it was offered to the Board of Directors.

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12230 FOREST HILL BOULEVARD, SUITE 175
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IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 23rd day of Feb., 2009

DKP
DONALD K. FORGES / Subscriber

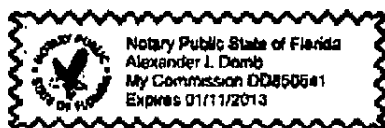
STATE OF FLORIDA)
COUNTY OF PALM BEACH }

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared DONALD K. FORGES, X who is personally known to me or who produced a drivers license as identification, and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 23 day of February, 2009.

[Signature]
Notary Public, State of Florida

My Commission Expires:



Prepared By: Alexander L. Domb, Esquire
12230 FOREST HILL BOULEVARD, SUITE 175
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**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN
FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

FIRST--that CENTER FOR JEWISH ART, INC. desiring to organize or qualify under the laws of the State of Florida, with its principal place of Business at City of Delray Beach, State of Florida, has named DONALD K. PORGES located at 1880 N. CONGRESS AVENUE, SUITE 215, BOYNTON BEACH, State of Florida, as its Agent to accept Service of Process within Florida.

SIGNATURE Donald K. Porges
DONALD K. PORGES

TITLE: SECRETARY

DATE 4/23/09

HAVING BEEN NAMED to accept Service of Process above stated corporation, at the place designated in Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

SIGNATURE Debbie Porges
(RESIDENT AGENT)

DATE 4/23/09

Prepared By: Alexander L. Domb, Esquire
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