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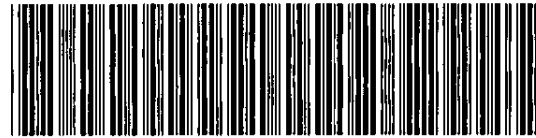
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DATE: 5/13/13

NAME: MASORET YEHUDIT, INC

TYPE OF FILING: AMENDMENT

COST: \$ 43.75

RETURN: CERTIFIED COPY PLEASE

ACCOUNT: FCA000000015

AUTHORIZATION: ABBIE/PAUL HODGE

**AMENDED AND RESTATED ARTICLES
OF INCORPORATION
OF
MASORET YEHUDIT INC.**

These Amended and Restated Articles of Incorporation of Masoret Yehudit, Inc. (the "Corporation") are being filed pursuant to the provisions of Section 617.1007 of the Florida Statutes.

WHEREAS, the Corporation filed its Articles of Incorporation with the Florida Department of State (the "Department") on April 27, 2010.

WHEREAS, the Corporation filed Articles of Amendment of the Articles of Incorporation with the Department on January 10, 2011.

WHEREAS, the Board of Directors of the Corporation has determined that it is in the best interests of the Corporation to amend and restate its Articles of Incorporation to expand its exempt purposes in order to comply with governmental requirements.

WHEREAS, the Board of Directors have adopted these Amended and Restated Articles of Incorporation to be effective May 0, 2013. and

WHEREAS, there are no members entitled to vote on these Amended and Restated Articles of Incorporation and therefore these Amended and Restated Articles of Incorporation will be adopted by the Board of Directors.

NOW, THEREFORE, the undersigned, comprising all of the directors of the Corporation, do hereby adopt the following as the Amended and Restated Articles of Incorporation of the Corporation:

"Article I. Name.

The name of the corporation shall be MASORET YEHUDIT INC.

"Article II. Principal Office.

The principal street and mailing address of the Corporation shall be 640 East Hallendale Boulevard, Hallendale Beach, Florida 33009.

(continued on next page)

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"Article III. Purpose.

- A. The Corporation is organized exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

The purpose of the Corporation will be to provide social, cultural, educational, and religious programming to Israeli immigrants to promote an awareness of their Jewish heritage and a desire to reconnect with the land of Israel.

The Corporation intends to organize Jewish day schools to appeal to the needs of the children of Israeli immigrants.

The Corporation also intends to organize outreach centers in key metropolitan areas of the United States to reach Israeli adults and teenagers.

- B. No substantial part of the activities of this Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statement) 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)(3) of the Internal Revenue Code of 1986 (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 (or the corresponding provision of any future United States Internal Revenue law).

"Article IV. Directors, Manner of Election.

"The manner in which directors of the Corporation are elected shall be as provided in the bylaws of the Corporation.

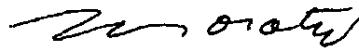
"Article V. No Private Inurement, Distribution of Assets Upon Dissolution.

The property of this corporation is irrevocably dedicated to social welfare 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 person. Upon the dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under section 501(c)(3) of the Internal Revenue Code.

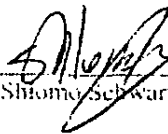
In witness whereof, the Board of Directors has executed this Amended and Restated Articles of Incorporation of Masoret Yehudit, Inc. under penalty of perjury under the laws of the State of Florida, this 9th day of May 2013.



Zev Dunner, Director



Zev Oratz, Director



Shlomo Schwartz, Director