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**FLORIDA PROFIT/NON PROFIT CORPORATION
First Congregation of the Sons of Israel Cemetery Co**

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March 13, 2013

FLORIDA DEPARTMENT OF STATE

Division of Corporations

UPCHURCH, BAILEY & UPCHURCH, PA

SUBJECT: FIRST CONGREGATION OF THE SONS OF ISRAEL CEMETERY COMPANY, INC
REF: W13000014784

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.

The name must contain a word that will clearly indicate that it is a corporation. This word may be: CORPORATION, CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation.

If you have any further questions concerning your document, please call (850) 243-6052.

Justin M Shivers
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ARTICLES OF INCORPORATION
OF
FIRST CONGREGATION OF THE SONS OF ISRAEL CEMETERY CORPORATION

The undersigned incorporator, for the purpose of forming a Corporation not-for-profit under Chapter 617 of the Florida Statutes, hereby adopts the following Articles of Incorporation.

ARTICLE I

Name

The name of the Corporation is FIRST CONGREGATION OF THE SONS OF ISRAEL CEMETERY CORPORATION (the "Corporation").

ARTICLE II

Principal Office

The street address and mailing address of the principal office of the Corporation is 3140 Trout Creek Court, St. Augustine, Florida 32092.

ARTICLE III

Nature of Business

The sole purpose for which the Corporation is organized is to own and operate The Sons of Israel Cemetery in St. Augustine, Florida as a non-profit cemetery for members of The First Congregation of the Sons of Israel and other members of the Jewish faith. More particularly:

A. The Corporation is formed to operate exclusively as a not for profit cemetery company qualifying as an exempt organization under Section 501(c)(13) of the Internal

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Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws (hereinafter the "Code").

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 distributions of statements) any political campaign on behalf of or in opposition to any candidate for public office.

C. The Corporation shall not engage in any activity which is not in furtherance of Section 501(c)(13) of the Code.

D. The Corporation's operating and earnings shall be dedicated to the operation, maintenance and improvement of The Sons of Israel Cemetery, and shall not inure to the benefit of any private individual.

E. The Corporation shall not be authorized to issue stock or to pay dividends.

ARTICLE IV Term of Existence

The Corporation shall have perpetual existence.

ARTICLE V Membership

The Corporation shall have a membership distinct from its Board of Directors. The authorized number and qualification of the members, the manner of their admission, the different classes of membership, if any, the property, voting and other rights and privileges of

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members, their liability for dues and assessments and the method of collection thereof shall be as set forth in the By-Laws.

ARTICLE VI
Board of Directors

The powers of the Corporation shall be exercised, its property controlled and its affairs managed by a Board of Directors (the "Board of Directors"). The Directors and the manner of their election or appointment shall be as stated in the By-Laws.

ARTICLE VII
No Financial Benefits to Directors or Members

The property of the Corporation is irrevocably dedicated to charitable purposes and no part of the net earnings, properties or assets of the Corporation, upon dissolution or otherwise, shall inure to the benefit of any private person or individual, or any member or director of the Corporation, 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.

ARTICLE VIII
Dissolution

Upon the dissolution or winding up of the affairs of the Corporation, its assets remaining after payment, or provision for payment of all debts and liabilities of the Corporation, shall be distributed to an organization which is organized and operated exclusively for charitable

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purposes and which has established its tax-exempt status under Section 501(c)(3), preferably a Jewish synagogue or charity.

ARTICLE IX

Amendments to the Articles of Incorporation

Amendments to the Articles of Incorporation may be proposed by any member of the Corporation. The Articles may be amended at any annual meeting of the Corporation, or at any special meeting duly called and held for such purpose, on the affirmative vote of the two-thirds (2/3) of each class of members existing at the time of and present at such meeting.

ARTICLE X

Amendments to By-Laws

The By-Laws of the Corporation may be made, altered or rescinded at any annual meeting of the Corporation, or at any special meeting duly called for such purpose, on the affirmative vote of the two-thirds (2/3) of each class of members existing at the time of and present at such meeting, except the initial By-Laws of the Association shall be made and adopted by the Board of Directors.

ARTICLE XI

Initial Registered Office and Registered Agent

The street address of the initial registered office of the Corporation is 3140 Trout Creek Court, St. Augustine, Florida 32092, and the name of the registered agent for the service of process at that address is Barry B. Broudy.

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ARTICLE XII

Subscriber

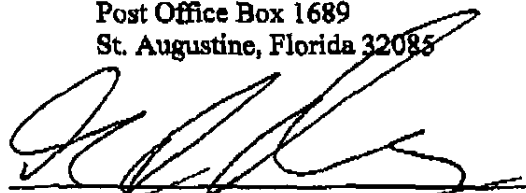
The name and address of the subscriber to these Articles of Incorporation is:

NAME

Barry B. Broudy

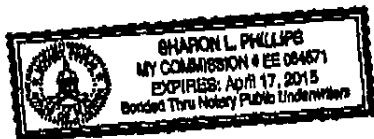
ADDRESS

Post Office Box 1689
St. Augustine, Florida 32085


Barry B. Broudy

STATE OF FLORIDA
COUNTY OF ST. JOHNS

March THE FOREGOING instrument was acknowledged before me this 4th day of ~~November~~, 2012, by BARRY B. BROUDY, who (L) is personally known to me or () has produced Florida driver's license number _____ as identification.

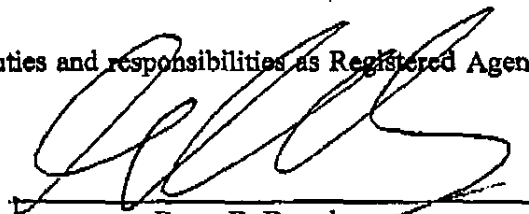



Notary Public
Sharon L. Phillips
Name of Notary Typed/Printed/Stamped
Commission No.: EE 084571
Commission Expires: 4-17-2015

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ACCEPTANCE BY REGISTERED AGENT

I am familiar with and accept the duties and responsibilities as Registered Agent for the foregoing Corporation.


Barry B. Broudy