

n 13 000006479

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP      ☐ WAIT      ☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



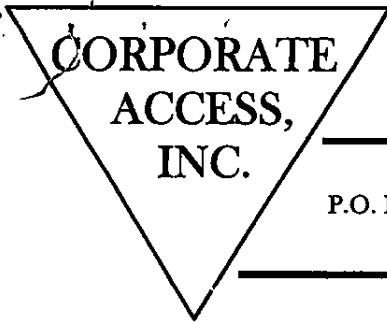
400249775934

08/01/13--01002--002 \*\*35.00

RECEIVED  
HEALTH RESOURCES  
DIVISION OF LABOR  
2012 JUN 31 PM 2:41  
10400000000000000000  
SUFFICIENCY OF MARKING

FILED  
JUL 31 2013  
2013 JUL 31 PM 3:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

JUL 3 5 2013  
 OLIVIER MEUX  
 2352  
 TATE  
 2013



"When you need ACCESS to the world"

236 East 6th Avenue . Tallahassee, Florida 32303  
P.O. Box 37066 (32315-7066) (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

## WALK IN

PICK UP:

7/31 - M. L. L. L.

☐ CERTIFIED COPY

☒ PHOTOCOPY

☐ CUS

☒ FILING

Amend

1.

Holocaust Learning And Education Fund,  
(CORPORATE NAME AND DOCUMENT #) Inc.

2.

(CORPORATE NAME AND DOCUMENT #)

3.

(CORPORATE NAME AND DOCUMENT #)

4.

(CORPORATE NAME AND DOCUMENT #)

5.

(CORPORATE NAME AND DOCUMENT #)

6.

(CORPORATE NAME AND DOCUMENT #)

SPECIAL INSTRUCTIONS:

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**RESTATED ARTICLES OF INCORPORATION  
OF  
HOLOCAUST LEARNING AND EDUCATION FUND, INC.**

The Articles of Incorporation of Holocaust Learning and Education Fund, Inc., a Florida corporation not for profit organized under Chapter 617, Florida Statutes, and formed under document number N13000006479, filed on July 18, 2013, having been amended, are restated to read as follows:

**Article 1**

**Name**

The name of this corporation is:

**HOLOCAUST LEARNING AND EDUCATION FUND, INC.**

**Article 2**

**Corporate Purposes**

The corporation is organized and shall be operated exclusively for charitable purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended. The corporation may engage in any activities permitted by law to be engaged in by a corporation not for profit incorporated under Chapter 617, Florida Statutes, that is an organization described in Section 501(c)(3) of the Internal Revenue Code. The primary purpose of the corporation is to promote the education, learning and awareness of the effects of racism and hatred through broadening public awareness of these tragedies by supporting public education through the support of education and museums. Sponsors will be solicited to achieve the furthering of this program.

The corporation shall not conduct or carry on any activity not permitted to be conducted or carried on by an organization described in section 501(c)(3) of the Internal Revenue Code. The corporation shall not operate for pecuniary profit, and no part of the net earnings of the corporation shall inure in whole or in part to the benefit of any person having a personal and private interest in the activities of the corporation.

**Article 3**

**Registered Office and Agent**

The street address of the registered office of this corporation is 3064 Birkdale Drive, Weston, Florida 33332. The name of the registered agent of this corporation at that address is Craig R. Weiner.

2013 JUL 31 PM 3:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

**Article 4**  
**Principal Office**

The principal office of the corporation is:

3064 Birkdale Drive  
Weston, Florida 33332

**Article 5**  
**Mailing Address**

The mailing address of the corporation is:

3064 Birkdale Drive  
Weston, Florida 33332

**Article 6**  
**Board of Directors**

The affairs of the Corporation shall be managed by a Board of Directors consisting of no fewer than three (3) individuals, all of whom shall be elected or appointed in the manner and for the terms provided the Corporation's Bylaws.

The qualification, manner of election, duties, terms and other matters relating to the Board of Directors of the corporation shall be provided in the By-Laws of the corporation as amended from time to time in accordance therewith. The initial Board of Directors of the corporation shall consist of the following persons who were named in the original Articles of Incorporation of the corporation and who shall remain in office until the next annual meeting of the Board of Directors of the corporation and until their respective successors are elected and qualified:

Craig R. Weiner  
Barbara Weiner  
Andrea Weiner Aronsohn

**Article 7**  
**Incorporator**

The name and address of the incorporator is:

Craig R. Weiner  
3064 Birkdale Drive  
Weston, Florida 33332

## Article 8

### Tax Exempt Status

The corporation is a not for profit corporation.

It is the express purpose of these Restated Articles of Incorporation to limit the authority, powers, and purposes of the corporation, and to require the corporation to conform to the limitations set forth in the Internal Revenue Code of 1986 (the "Code") with reference to organizations which are organized and operated exclusively for charitable and educational purposes within the purview of Section 501(c)(3) of the Code, and nothing herein shall be construed to grant to the corporation any powers or purposes not contemplated and authorized under said Section.

No substantial part of the income or principal of the corporation shall inure to the benefit of or be distributed to any director or officer of the corporation or any other private individual, in such a fashion as to constitute an application of funds not within the purpose of exempt organizations described in Section 501(c)(3) of the Code. However, reimbursement for expenditures or the payment of reasonable compensation for services rendered shall not be deemed to be a distribution of income or principal.

No part of the activities of the corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidate for public office.

The corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Code; the corporation will not engage in any act of self-dealing as defined in Section 4941(d) of the Code; the corporation will not retain any excess business holdings as defined in Section 4943(c) of the Code; the corporation will not make any investments in a manner as to subject it to tax under Section 4944 of the code; and the corporation will not make any taxable expenditures as defined in Section 4945 of the Code.

## Article 9

### Disposition of Assets on Dissolution

Unless otherwise prescribed by law, upon dissolution of the corporation, the Board of Directors, after paying or making provision for the payment of all liabilities and obligations of the corporation, shall transfer all of the corporation's remaining assets to one (1) or more organizations, as determined by the Board of Directors, that are organized, operated, and qualify as an organization or organizations described in section 501(c)(3) of the Internal Revenue Code, and exempt from Federal income taxation under Section 501(a) of the Internal Revenue Code.

## Article 10

### Duration

The period of duration of the corporation is perpetual.

## Article 11

### No Members

The corporation shall not have any members. Any action or vote required or permitted by the Act or any other law, rule or regulation shall be by action or vote of the Board of Directors of the corporation.

## Article 12

### By-Laws

The Board of Directors of the corporation may adopt such by-laws, not inconsistent with these Restated Articles of Incorporation, as they deem proper for the regulation and management of the affairs of the corporation, and the By-Laws may thereafter be altered, amended, or repealed from time to time by a vote of majority of the Directors in attendance at any regular or special meeting of the Board of Directors at which a quorum is present.

**Article 13**

**Non-Discriminatory Policy**

The corporation will make its services, programs, and benefits available to all persons, regardless of race, color, creed, national origin, sex, or handicap.

**Article 14**

**Amendment of Articles**

These articles may be amended in the manner provided by statute at the time of the amendment, *provided, however*, that no such amendment shall be made or effective unless a resolution approving same shall have been duly adopted by a two-thirds (2/3) vote of the Board of Directors of the corporation then in office.

There are no members entitled to vote on these Restated Articles of Incorporation. The President of the corporation adopted these Restated Articles of Incorporation on July 26, 2013.

IN WITNESS WHEREOF, these Restated Articles of Amendment have been executed.

  
\_\_\_\_\_  
CRAIG R. WEINER, President

**Registered Agent**

**Acceptance and Acknowledgment**

Having been named as registered agent and to accept service of process for Holocaust Learning and Education Fund, Inc. at the place designated in the foregoing Restated Articles of Incorporation, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



---

CRAIG R. WEINER, Registered Agent



**Statement Accompanying Restated Articles of Incorporation**

This Statement is submitted in connection with the filing of Restated Articles of Incorporation (the "Restatement") on behalf of Holocaust Learning and Education Fund, Inc., a Florida corporation not for profit organized under Chapter 617, Florida Statutes, and formed under document number N13000006479, filed on July 18, 2013, and is submitted pursuant to the requirements of section 617.1007, Florida Statutes.

The Restatement does not contain an amendment to the articles of incorporation requiring member approval.

IN WITNESS WHEREOF, this Statement has been executed.

Dated July 26, 2013

  
\_\_\_\_\_  
CRAIG R. WEINER, President