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(Requestor's Name)

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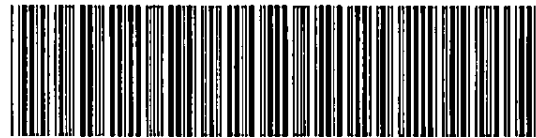
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Amended & Restated

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N. Michael Kouskoutis
Attorney at Law

Law Offices
of
N. MICHAEL KOUSKOUTIS, P.A.

623 East Tarpon Avenue
Tarpon Springs, FL 34689
Ph: 727-942-3631
Fax: 727-937-5453

July 6, 2017

Florida Department of State
Division of Corporations
Amendment Division
PO Box 6327
Tallahassee, FL 32314

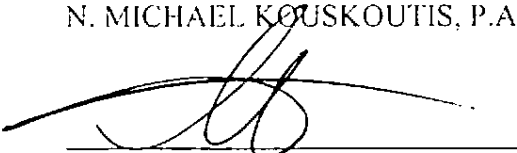
Re: Amended and Restated Articles of Incorporation
Of Shores David Messianic Synagogue of Brandon, Inc.
Document #N13000009900

To whom it may concern:

Attached please find the Amended and Restated Articles of Incorporation for Shores David Messianic Synagogue of Brandon, Inc. along with filing fee of \$35.00. If additional information is needed I can be contacted at the address and phone number above or you can email me directly at nmk@nmklaw.com.

Thank you.

N. MICHAEL KOUSKOUTIS, P.A.



N. Michael Kouskoutis, Esq.

Encl.

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CLERK OF STATE
DIVISION
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TALLAHASSEE, FL



N. Michael Kouskoutis
Attorney at Law

Law Offices
of
N. MICHAEL KOUSKOUTIS, P.A.

August 9, 2017

623 East Tarpon Avenue
Tarpon Springs, FL 34689
Ph: 727-942-3631
Fax: 727-937-5453

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

Re: Shores David Messianic Synagogue of Brandon, Inc.

Dear Sir/Madam

As you've requested, enclosed please find the original Amended and Restated Articles of Incorporation for Shores David which includes the date of adoption in the heading on page 1.

If you should any questions, please feel free to contact our office.

Sincerely,

N. MICHAEL KOUSKOUTIS, P.A.

Barbara, Assistant to
N. Michael Kouskoutis, Esquire

Enclosure



FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 19, 2017

N. MICHAEL KOUSKOUTIS, ESQ.
LAW OFFICES OF N. MICHAEL KOUSKOUTIS, PA
623 EAST TARPON AVE
TARPON SPRINGS, FL 34689

SUBJECT: SHORESH DAVID MESSIANIC SYNAGOGUE OF BRANDON, INC
Ref. Number: N13000009900

We have received your document for SHORESH DAVID MESSIANIC SYNAGOGUE OF BRANDON, INC and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date of adoption of each amendment must be included in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Diane Cushing
Senior Section Administrator

Letter Number: 317A00014636

RECEIVED
17 AUG 14 PM 4:11
DIVISION OF CORPORATIONS
BUREAU OF COMMERCIAL
INFORMATION SERVICES

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CLERK OF STATE
17 AUG 14 PM 9:30

AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF

SHORESH DAVID MESSIANIC SYNAGOGUE OF BRANDON, INC ADOPTED NOVEMBER 19, 2013

We, the undersigned, natural persons of the age of 18 years or more, acting as incorporators of a corporation not-for-profit adopt the following Articles of Incorporation for such corporation not-for-profit pursuant to Chapters 617 and 607 of the Florida Statutes.

ARTICLE 1: CORPORATE NAME

The name of the Corporation shall be: **Shores David Messianic Synagogue of Brandon, Inc.** The address of the principal office of this corporation shall be 4929 Bell Shoals Rd. Valrico, FL 33596, and the mailing address of the corporation shall be 2313 Sunview Ave. Valrico, FL 33596

ARTICLE 2: CORPORATE PURPOSE

The purpose for which the Corporation is organized are exclusively religious, charitable, scientific, literary and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, of the corresponding provision of any future United States Internal Revenue Law.

ARTICLE 3: RESTRICTIONS ON CORPORATE POWERS

The Corporation shall possess all powers granted Corporations not-for-profit under the Laws of the State of Florida and shall be subject to all restrictions imposed upon such corporations and in addition thereto the following restrictions shall pertain:

3.01 Net Earnings. No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, trustees, officers or other private persons except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make expenditures in furtherance of the purposes set forth in Article 2, hereof.

3.02 Activities. 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 distribution of statements) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of these Articles, this organization shall not carry on any activities not permitted to be carried on by an organization 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.

ARTICLE 4: DURATION OF CORPORATE EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE 5: DISPOSITION OF ASSETS UPON DISSOLUTION

In the event of dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the Corporation, shall dispose of all of the assets of the Corporation exclusively for such purposes and to such entities as are purposes and receipt entities authorized for corporations exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended.

ARTICLE 6: MEMBERS

6.01 **Eligibility.** Membership shall be open to all natural persons over the age of 18 years who are interested in furthering charitable purposes of this Corporation as set forth in Article 2. Membership status shall be determined by the Board of Directors in the adoption of Bylaws and Amendments thereto from time to time, and may embrace the qualifications for active, inactive, honorary, sustaining and lifetime membership, and establish membership fees therefore.

6.02 **Dues.** Dues for the various classes of membership shall be determined from time to time by the Board of Directors in the adoption of the Bylaws and Amendments thereto.

6.03 **Meeting.** Membership meetings shall be held as scheduled and notice shall be given each member in advance of such meeting as determined by the Board of Directors in the adoption of Bylaws.

ARTICLES 7: OFFICERS

7.01 **Defined.** The affairs of the Corporation shall be managed by a president, vice president, a secretary and a treasurer who shall perform the usual functions of said offices together with such additional officers as may be from time to time constituted and appointed by the Board of Directors or as may be provided in the Bylaws.

7.02 **Election.** Officers of the Corporation shall be elected by the Board of Directors at annual meetings of the Board of Directors. All officers shall continue to serve until the election of their successors.

7.03 **Initial.** The names and addresses of the officers who are to serve until the first annual meeting of the Directors are:

<u>OFFICE</u>	<u>NAME AND ADDRESS</u>
President	Steven J. Weiler 4830 W. Bay Villa, Tampa, Florida 33611
Vice Pres	Donald L. Goldstein 2313 Sunview Ave. Valrico, FL 33596
Sec/Treas	Jaclyn M. Goldstein 2313 Sunview Ave. Valrico, FL 33596

7.04 **Vacancies.** Any vacancy appearing in any office prior to the first annual meeting of the Board of Directors shall be filled by action of the Board of Directors and any vacancy occurring after the first annual meeting shall be filled in accordance with the Bylaws.

ARTICLE 8: BOARD OF DIRECTORS

8.01 **Defined.** The Corporation shall be governed by a Board of Directors each of whom shall be members of the Corporation and shall be elected by the membership in the manner provided for in the Bylaws. The Board of Directors may be increased or decreased as provided in the Bylaws, but in no case shall the number of Directors be less than three (3).

8.02 **Term.** Directors shall hold their offices for three (3) years or such other period as the Bylaws shall determine and shall serve until their successors are elected and qualify.

8.03 **Number.** Although the Board of Directors shall be no less than three (3) and no more than seven (7), the number of Directors constituting the initial Board of Directors shall be seven (7) persons and the names and address who are to serve as initial Directors until the first annual meeting of the Corporation and the election and qualification of their successors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Steven J. Weiler	4830 W. Bay Villa, Tampa, Florida 33611
Donald L. Goldstein	2313 Sunview Ave. Valrico, FL 33596
Jaclyn M. Goldstein	2313 Sunview Ave. Valrico, FL 33596

ARTICLE 9: ACCEPTANCE OF GIFTS, DEVICES AND BEQUESTS; APPLICATION THEREOF

The officers or Directors of the Corporation may accept on its behalf any designated contribution, gift or devise consistent with the general purposes of the Corporation. Where consistent with the needs of the Corporation designated contributions by donors will be accepted and designations honored as to special funds, purposes or uses. The Corporation at all times reserves all rights over, interest in and control of such contributions in the full discretion as to the ultimate expenditure or distribution of the contribution in satisfaction of any specified fund, purpose or use. The Corporation shall, at all times, have full control over all donated funds and discretion as to their use so as to ensure that all contributions will be used to carry out its purposes as set out in Article 2. In the event the Corporation shall be beneficiary of any gift, devise or bequest, subject to conditions subsequent with respect to the administration or alienation of said property, the Corporation shall, at all times, act in a manner consistent with such conditions and the purposes to be served by such conditions.

ARTICLE 10: ADOPTION AND AMENDMENT OF BYLAWS

The Bylaws of the Corporation shall be as adopted by the first Board of Directors. The Bylaws may thereafter be amended by a two-thirds (2/3) vote of the Board of Directors at any regular or special meeting thereof provided that notice of such meeting containing the text of the proposed Bylaw amendment is furnished to each Director at least five (5) days prior to such meeting.

ARTICLE 11: AMENDMENT OF ARTICLES OF INCORPORATION

11.01 **By Directors.** Amendments of the Articles of Incorporation shall be proposed by majority vote of the Board of Directors and shall be subject to ratification and approval by two-

thirds (2/3) of the membership voting at any regular or special meeting in which a quorum is present, provided that written notice of such meeting containing the next of the proposed amendments be furnished each member not less than ten (10) days prior to such meeting.

11.02 By Members. Amendments may be proposed by any member and may be considered at the annual or any regular meeting of the membership, provided that written notice of any such amendment or amendments shall be given in writing to all members at least ten (10) days prior to the meeting at which such amendment or amendments is or are to be considered. An amendment shall be adopted by a two-thirds (2/3) vote of the members voting, a quorum being present.

ARTICLE 12: REGISTERED AGENT

The Corporation's initial registered agent maintains an office at **2313 Sunview Ave. Valrico, FL 33596**, and the resident agent there at shall be **Donald L. Goldstein**.

ARTICLE 13: INCORPORATOR

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

NAME

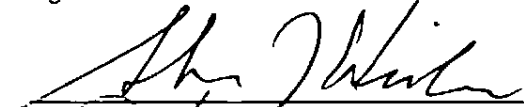
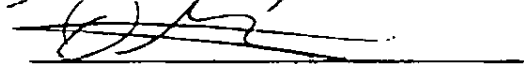
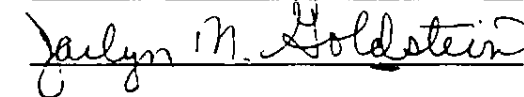
ADDRESS

Steven J. Weiler 4830 W. Bay Villa, Tampa, Florida 33611

Donald L. Goldstein 2313 Sunview Ave. Valrico, FL 33596

Jaclyn M. Goldstein 2313 Sunview Ave. Valrico, FL 33596

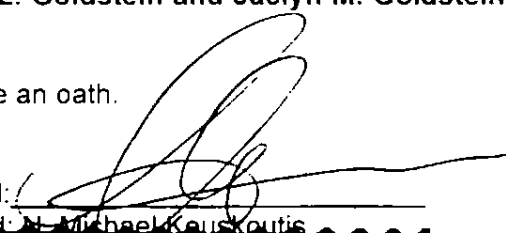
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 19th day of November, 2013.

STATE OF FLORIDA
COUNTY OF Hillsborough

The foregoing Articles of Incorporation were acknowledged before me this 19th day of November, 2013 by **Steven J. Weiler, Donald L. Goldstein and Jaclyn M. Goldstein 2313 Sunview Ave. Valrico, FL 33596**

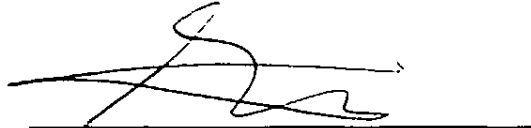
, who are personally known to me and who did take an oath.

signed: 
printed: Michael Kouskoutis
Notary Public - State of Florida
My Comm. Expires Feb 3, 2015
Commission # EE 59126
Bonded Through National Notary Assn.

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated non-profit corporation, at the place designated in this certificate, I hereby agree to act in this capacity and further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated this 19th day of November, 2013.

A handwritten signature in black ink, appearing to read 'Donald L. Goldstein', is written over a horizontal line.

Donald L. Goldstein
2313 Sunview Ave.
Valrico, FL 33596