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M BURR KEIM CO

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**FLORIDA PROFIT/NON PROFIT CORPORATION
MITZVAH HEROES FUND, INC.**

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**STATE OF FLORIDA
ARTICLES OF INCORPORATION
DOMESTIC NONPROFIT CORPORATION**

In compliance with the requirements of Chapter 617, Florida Statutes (relating to the articles of incorporation), the undersigned, desiring to incorporate a nonprofit corporation, states that:

1. Name. The name of the corporation is: **Mitzvah Heroes Fund, Inc.**
2. Address. The address of the corporation's initial registered office in this State is: 1830 S. Ocean Drive, #3802, Hallandale, Florida 33009 and the name of its registered agent at such address is William A. Begal. The county of venue is: Broward.
3. Duration: The duration of this corporation is perpetual.
4. Purposes and Operation. The corporation is incorporated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provisions of any future United States Internal Revenue Law (the "Code"); particularly, to promote and develop philanthropy by:
 - a. Supporting identified mitzvah heroes in their philanthropic work;
 - b. Creating and distributing meaningful educational materials for use by educators and students;
 - c. Training educators and lay people in the precepts of tzedakah education through workshops, conferences, courses and written materials;
 - d. Assisting mitzvah heroes in creating sustainable models for giving and supporting their work, including plans for legacy, disaster and succession planning and lay development;
 - e. Providing leadership development assistance to mitzvah heroes, mitzvah administrators, and lay people to help them carry out their work meaningfully and efficiently;
 - f. Advocating for the importance of mitzvah work throughout one's life and not as a one-time life cycle or community service project; and
 - g. Providing hands-on philanthropic training and advice for people seeking to spend their tzedakah money wisely and efficiently.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its directors, officers, or other private persons, 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 its exempt purposes. Except as otherwise provided by Section 501(h) of the Code, no substantial part of the activities of the corporation shall consist of carrying on propaganda, or otherwise attempting, to

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influence legislation. The corporation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of (or in opposition to) any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(m) of the Code as an organization described in Section 501(c)(3) of the Code, or (b) by a corporation contributions to which are deductible under Section 170(a) of the Code as being to an organization referred to in Section 170(c)(2) of the Code.

5. Nonprofit. The corporation does not contemplate pecuniary gain or profit, incidental or otherwise.

6. Private Foundation. Notwithstanding any other provision in these Articles, at all times when the corporation is a private foundation within the meaning of Section 509 of the Code, it shall be subject to the following additional restrictions:

a. The corporation shall distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Code.

b. The corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Code.

c. The corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Code.

d. The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Code.

e. The corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Code.

7. Nonstock. The corporation is organized upon a nonstock basis.

8. Incorporator. The name and address of the incorporator is:

William A. Begal
1830 S. Ocean Drive, #3802
Hallandale, Florida 33009

9. Members. The corporation shall have no members.

10. Directors. The method of election of the directors shall be as set forth in the bylaws.

11. Dissolution. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the exempt purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for religious, charitable, or educational purposes

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which at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code as the Board of Directors shall determine.

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12. Effective Date. These Articles of Incorporation shall be effective as of the date of filing.

Date: 11/14/, 2013


Incorporator, William A. Begal

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13 NOV 20 AM 11:08CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is **Mitzvah Heroes Fund, Inc.**
2. The name and address of the registered agent and office is 1830 S. Ocean Drive, Hallandale, Florida 33009

By: William A. Begal
Incorporator

Date: 11/14/2013

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.

Date: 11/14/2013

By: William A. Begal
Registered Agent

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