

Division of Corporations

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**FLORIDA PROFIT/NON PROFIT CORPORATION
KEHILLAH OF LAKEWOOD RANCH, INC.**

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May 15, 2014

FLORIDA DEPARTMENT OF STATE
Division of Corporations

COHEN, CHASE, HOFFMAN, ET.AL.

SUBJECT: KEHILLAH OF LAKEWOOD RANCH, INC.
REF: W14000030890

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 registered agent must sign accepting the designation.

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

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Carol Mustain
Regulatory Specialist II

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TALLAHASSEE, FLORIDA

P.O. BOX 6327 - Tallahassee, Florida 32314

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ARTICLES OF INCORPORATION
OF
KEHILLAH OF LAKEWOOD RANCH, INC.
(A FLORIDA NOT FOR PROFIT CORPORATION)

ARTICLE I - NAME

The name of this corporation is KEHILLAH OF LAKEWOOD RANCH, INC.

ARTICLE II - CORPORATE EXISTENCE

The existence of this corporation shall commence on the 12th day of May, 2014; provided that if such day be unauthorized under law, then on the earliest day allowable pursuant to Florida law for the commencement of corporate existence. The duration of the corporation shall be perpetual.

ARTICLE III - PRINCIPAL OFFICE

The corporation's principal office shall initially be located at 86 Island Circle, Sarasota, Florida 34242. The corporation's mailing address shall, initially, be located at PO Box 110497, Lakewood Ranch, Florida 34211.

ARTICLE IV - PURPOSE

The nature of the business and the objects and purposes to be transacted, promoted, or carried on by the corporation are as follows:

A. This corporation is a corporation not for profit as defined in the Florida Not For Profit Corporation Act. The corporation is not formed for pecuniary profit.

B. This corporation is organized and operated exclusively for religious purposes under Internal Revenue Code Section 501(c)(3).

C. This corporation shall gather its members as a Masorti kehillah (sacred community).

D. This corporation is authorized to engage in any lawful activity for which not for profit corporations may be organized under the laws of the State of Florida and shall have all of the powers

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vested in a not for profit corporation organized under and existing by virtue of the laws of the State of Florida, consistent with the purposes in Paragraphs B and C, above.

ARTICLE V - LIMITATION

A. No part of the net earnings, gains or assets of the corporation shall inure to the benefit of or be distributable to its Members, Directors or Officers, other private individuals, or organizations organized and operated for a profit; provided, however, 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, to the extent permitted by law.

B. Notwithstanding any other provisions in these Articles, the corporation shall not carry on any activities not permitted to be carried on by (a) an organization exempt from federal income tax under Internal Revenue Code Section 501(c)(3); and/or (b) by an organization, contributions to which are deductible under Internal Revenue Code Sections 170(c)(2), 2055(a)(2), or 2522(a)(2).

ARTICLE VI - MEMBERS

The corporation shall have Members who have been admitted in accordance with the provisions in the By-Laws; provided, however, that no person shall be qualified for membership unless said person is of the Jewish faith. The initial Members of the corporation shall be the initial Directors set forth in Article VIII hereof.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation and the name of the initial registered agent of this corporation at such address are as follows:

<u>Registered Agent</u>	<u>Street Address of Registered Office</u>
RA Corporate Services, Inc.	9400 S. Dadeland Boulevard, Suite 600 Miami, Florida 33156

ARTICLE VIII - BOARD OF DIRECTORS

The management of this corporation shall be vested in a Board of Directors. The number of Directors constituting the initial Board of Directors is eight. The number of Directors may be increased or decreased from time to time in accordance with the By-Laws, but shall never be less

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than three. The Members shall elect the Directors at the annual meeting of the Members. The names and addresses of the initial Directors of this corporation are as follows:

<u>Name</u>	<u>Address</u>
Brenda Schimmel	86 Island Circle Sarasota, Florida 34242
Marilyn Abrams	7002 Dominion Lane Lakewood Ranch, Florida 34202
Leonard Schimberg	4588 Hamlets Grove Drive Sarasota, Florida 34235
Anne Schimberg	4588 Hamlets Grove Drive Sarasota, Florida 34235
Herbert Schimmel	86 Island Circle Sarasota, Florida 34242
Ellen Honig	6427 Royal Tern Circle Lakewood Ranch, Florida 34202
Martin Honig	6427 Royal Tern Circle Lakewood Ranch, Florida 34202
Sandra Gladstone	6933 Conestoga Place University Park, Florida 34201

ARTICLE IX - BY-LAWS

The By-Laws of the corporation shall initially be made and adopted by the initial Directors. The By-Laws may be amended, altered, supplemented or modified by two-thirds (2/3) of the vote cast at any meeting of the membership of the corporation.

ARTICLE X - AMENDMENTS

Amendments to these Articles of Incorporation shall be adopted in the same manner as is provided for the amendment of the By-Laws, as set forth in Article IX hereof.

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ARTICLE XI - NONSTOCK BASIS

This corporation is organized and shall be operated on a nonstock basis within the meaning of the Florida Not For Profit Corporation Act, and shall not have the power to issue shares of any type or class of stock evidencing an ownership or proprietary interest in this corporation.

ARTICLE XII - DISSOLUTION

In the event of dissolution or final liquidation of this corporation, the Board of Directors shall, after paying or making provision for the payment of all the lawful debts and liabilities of the corporation, distribute all the assets of the corporation for one or more exempt purposes within the meaning of Internal Revenue Code Section 501(c)(3), or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be distributed by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XIII - INCORPORATOR

The name and address of the person signing these articles is:

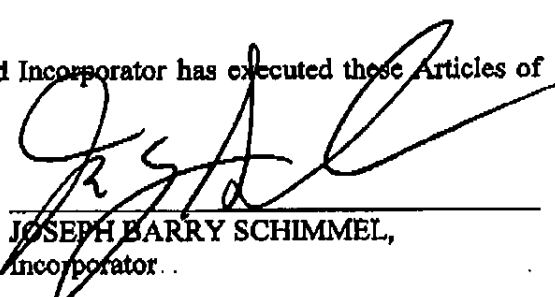
Name**Address**

Joseph Barry Schimmel

9400 S. Dadeland Boulevard, Suite 600
Miami, Florida 33156**ARTICLE XIV - INDEMNIFICATION**

This corporation shall indemnify all officers and directors, and former officers and directors, to the fullest extent permitted by law as the law now exists or may be amended hereafter.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 13th day of May, 2014.


JOSEPH BARRY SCHIMMEL,
Incorporator

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Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in these Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in that 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 as provided for in Florida Statutes, Chapter 617.

RA CORPORATE SERVICES, INC.

By:


JOSEPH BARRY SCHIMMEL,
Vice President

Printed Name of Registered Agent Not For Filing

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