

14150000519

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

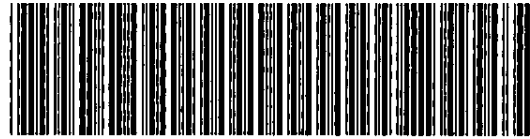
(Business Entity Name)

(Document Number)

Certified Copies ☒ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



100268269991

01/13/15--01010--016 **78.75

EFFECTIVE DATE

1-5-2015

FILED
15 JAN 13 PM 12:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JAN 15 2015

S. GILBERT

COVER LETTER

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

SUBJECT: Aventura Isles Synagogue Incorporated
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☒ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Avi COHEN
Name (Printed or typed)

644 NE 193rd St
Address

Miami, FL
City, State & Zip

305-722-7225
Daytime Telephone number

acohen03@gmail.com
E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.

EFFECTIVE DATE

1-5-15

ARTICLES OF INCORPORATION

AVENTURA ISLES SYNAGOGUE Incorporated

a Florida nonprofit religious corporation in compliance with Chapter 617, F.S. (Not for Profit)

(Effective January 5, 2015)

ARTICLE I.

NAME

The name of the incorporation shall be "AVENTURA ISLES SYNAGOGUE Incorporated" otherwise known by the abbreviated form "AIS"

ARTICLE II.

ADDRESS

The corporation's principal street and mailing address is located at:

763 NE 193rd ST, Miami, FL, 33179

ARTICLE III.

PURPOSE

The corporation is organized exclusively for charitable, religious and educational purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

The AIS will act as a Jewish Synagogue serving the Jewish community located inside and near proximity of the housing community Aventura Isles, located in Unincorporated Miami-Dade County. The Synagogue will, to the best of its ability, offer member's a place to worship, study religion and jewish traditions and organize jewish activities within the community. The synagogue will not solicit donations by the public in the state of Florida, however it will accept contributions made by members.

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 payments and distributions in furtherance of the purposes set forth in Article Third hereof. 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 or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

FILED
15 JAN 13 PM 12:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV. DIRECTORS

AIS will commence operations with four (4) directors but will reserve the right to change the number of director's in the future.

Manner of Election

Directors of AIS will be appointed by elections at the annual meeting. Each director will serve a one (1) year term, which may be renewed indefinitely in succession.

Membership

Membership will be open to all community members who pay their annual dues and/or who have been granted honorary membership by the board of the directors. The cost of annual membership shall be determined by the board of director's at their discretion and can change at any time but it shall be made with the intention of being affordable to all Aventura Isle community members.

Removal of Director

A director may be removed by three-fourths vote of the board of directors then in office, if:

- (a) the director is absent and unexcused from two or more meetings of the board of directors in a twelve month period. The board president is empowered to excuse directors from attendance for a reason deemed adequate by the board president. Or:
- (b) for cause or no cause, if before any meeting of the board at which a vote on removal will be made the director in question is given electronic or written notification of the board's intention to discuss her/his case and is given the opportunity to be heard at a meeting of the board.

Board of Directors Meetings.

- (a) Regular Meetings. The board of directors shall have a minimum of one (1) regular meeting each calendar year at times and places fixed by the board. Board meetings shall be held upon four (4) days notice by first-class mail, electronic mail, or facsimile transmission or forty-eight (48) hours notice delivered personally or by telephone. If sent by mail, facsimile transmission, or electronic mail, the notice shall be deemed to be delivered upon its deposit in the mail or transmission system. Notice of meetings shall specify the place, day, and hour of meeting. The purpose of the meeting need not be specified.
- (b) Special Meetings. Special meetings of the board may be called by the president, vice president, secretary, treasurer, or any two (2) other directors of the board of directors. A special meeting must be preceded by at least 2 days notice to each director of the date, time, and place, but not the purpose, of the meeting.
- (c) Waiver of Notice. Any director may waive notice of any meeting, in accordance with Florida law.

Manner of Acting.

- (A) Quorum. A majority of the directors in office immediately before a meeting shall constitute a quorum for the transaction of business at that meeting of the board. No business shall be considered by the board at any meeting at which a quorum is not present.
- (B) Majority Vote. Except as otherwise required by law or by the articles of incorporation, the act of the majority of the directors present at a meeting at which a quorum is present shall be the act of the board.
- (C) Hung Board Decisions. On the occasion that directors of the board are unable to make a decision

based on a tied number of votes, the president or treasurer in the order of presence shall have the power to swing the vote based on his/her discretion.

(D) Participation. Except as required otherwise by law, the Articles of Incorporation, or these Bylaws, directors may participate in a regular or special meeting through the use of any means of communication by which all directors participating may simultaneously hear each other during the meeting, including in person, internet video meeting or by telephonic conference call.

Compensation for Board Service

Directors shall receive no compensation for carrying out their duties as directors. The board may adopt policies providing for reasonable reimbursement of directors for expenses incurred in conjunction with carrying out board responsibilities, such as travel expenses to attend board meetings.

ARTICLE V. INITIAL OFFICERS AND/OR DIRECTORS

The names and addresses of the initial four director's shall be:

Michael Benattar, President

789 191st ST
Miami, FL
33179

Avi Cohen, Treasurer

644 NE 193rd St
Miami, FL
33179

Arie Yaker, Director

620 NE 193rd St
Miami, FL
33179

Keith, Litman, Director

763 NE 193rd ST
Miami, FL
33179

ARTICLE VI. REGISTERED AGENT

The name and Florida street address of the registered agent is:

Jay Auerbach, Esq.
2338 Hollywood Blvd
Hollywood, FL
33020

ARTICLE VII.
INCORPORATOR

The name and address of the Incorporator is:

Keith Litman
763 NE 193rd ST
Miami, FL
33179

ARTICLE VII.
DISSOLUTION

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, 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 disposed of 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 VIII.
EFFECTIVE DATE

The article of incorporation for AIS shall be effective for the date of: January 5, 2015.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Jay Auerbach

dotloop verified
01/05/15 4:17PM EST
JSU1-PM8Z-SWRS-T7FE

1/5/2015

Required Signature of Registered Agent

Date

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Keith Litman

dotloop verified
01/05/15 3:38PM EST
PW1G-IGF3-NEAL-PNNO

1/5/2015

Required Signature of Incorporator

Date