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SECRETARY OF STATE
DIVISION OF CORPORATE AFFAIRS

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C LEWIS

COVER LETTER

9/18/2015

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: The Jewish Heritage Foundation, Inc.

DOCUMENT NUMBER: N15000005072

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Claudia B. Reif, Paralegal

(Name of Contact Person)

Fox Rothschild LLP

(Firm/ Company)

P.O. Box 673

(Address)

Exton, PA 19341-0673

(City/ State and Zip Code)

Edward Fagan: faganinternational@gmail.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Claudia B. Reif

610

458-6195

at

(Name of Contact Person)

(Area Code)

(Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
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☐ \$52.50 Filing Fee
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Enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Return filed document to:
Jacqueline Motyl, Esq.
Fox Rothschild LLP
747 Constitution Drive, Suite 100
Exton, PA 19341

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AMENDED AND RESTATED
ARTICLES OF INCORPORATION

OF

THE JEWISH HERITAGE FOUNDATION, INC.

N15000005072

ARTICLE 1. The name of the Corporation is The Jewish Heritage Foundation, Inc. (the "Corporation").

ARTICLE 2. The initial registered agent of the Corporation is Peter J. Pike, Esq. The address of the initial registered office of the Corporation in the State of Florida is 5635 Country Lakes Drive, Sarasota, FL 34243. The principal place of business and mailing address of the Corporation shall be 1825 New Corporate Blvd., Boca Raton, FL 33433.

ARTICLE 3. The Corporation is incorporated under the Florida Not For Profit Corporation Act for exclusively charitable, educational, religious, literary, and/or scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any successor United States Internal Revenue Law) (the "Code"). In furtherance of the Corporation's purposes, the Corporation will engage in charitable activities, including but not limited to: preserving, promoting and presenting Jewish artifacts; increasing public understanding, appreciation, awareness and enjoyment of Jewish artifacts and heritage; providing educational programs on Jewish artifacts and heritage to institutions and the general public; and making distributions for charitable purposes.

ARTICLE 4. All activities of the Corporation shall be subject to the following restrictions:

A. Except as otherwise provided herein, no substantial part of the activities of the Corporation shall be the carrying on of propaganda or attempting to influence legislation.

B. 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.

C. The Corporation shall neither have nor exercise any power, nor shall it engage directly or indirectly in any activity that would invalidate its status (1) as a corporation that is exempt from federal income tax and described in Code Section 501(c)

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(3), or (2) as a corporation, contributions to which are deductible under Code Section 170(c)(2).

D. The Corporation does not contemplate pecuniary gain or profit, incidental or otherwise, to its directors, officers or other private persons, and no part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to, any such person, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services

rendered and make payments and distributions in furtherance of the purposes set forth in Article 3 hereof.

E. It is intended that this Corporation shall have and continue to have the status of an organization which is exempt from federal income tax under Code Section 501(a) and described in Code Section 501(c)(3). All terms and provisions of these Articles of Incorporation and the Bylaws of the Corporation, and all operations of the Corporation, shall be construed, applied and carried out in accordance with this intent. If the Corporation is subject, or ever becomes subject, to the private foundation rules of the Code, the Corporation shall: (1) distribute its income for each tax year at such time and in such manner so that it will not become subject to the tax on undistributed income imposed by Code Section 4942; (2) not engage in any act of self-dealing as defined in Code Section 4941(d); (3) not retain any excess business holdings as defined in Code Section 4943(c); (4) not make any investments in a manner that would subject it to tax under Code Section 4944; and (5) not make any taxable expenditures as defined in Code Section 4945(d).

ARTICLE 5. The term for which the Corporation is to exist is perpetual.

ARTICLE 6. The Corporation shall have no members.

ARTICLE 7. Upon the dissolution of the Corporation, the Corporation's board of directors, after paying or making provisions for the payment of all of the liabilities and obligations of the Corporation, shall distribute all of the assets of the Corporation to such organization or organizations organized and operated exclusively for charitable, educational, religious, literary and/or scientific purposes as shall at the time qualify as an organization or organizations exempt from federal income tax under Code Section 501(a) and described in Code Section 501(c)(3), as the Corporation's board of directors shall determine, or to the federal government or a state or local government for a public purpose. No portion of the assets shall inure to the benefit of any director or officer of the Corporation, any other private person, or any enterprise organized for profit.

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ARTICLE 8. The name and post office address of the incorporator of the Corporation is
Sibyl J. Silver, 6528 Via Rosa, Boca Raton, FL 33433.

ARTICLE 9. There are no members entitled to vote on the adoption of these Amended
and Restated Articles of Incorporation. These Amended and Restated Articles of
Incorporation were adopted by the Corporation's board of directors as of the date set forth
below.

[signature page follows]

IN WITNESS WHEREOF, the President of the Corporation has signed these Amended
and Restated Articles of Incorporation this 16 day of September 2015.

The Jewish Heritage Foundation, Inc.

By: Sibyl J. Silver
Sibyl J. Silver,
President

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Jacqueline Moryl, Esq.
Fox Rothschild LLP
747 Constitution Drive, Suite 100
Exton, PA 19341

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REGISTERED AGENT ACCEPTANCE OF APPOINTMENT

I, Peter J. Pike, Esq., hereby accept the appointment of registered agent in the State of Florida for The Jewish Heritage Foundation, Inc. (the "Corporation") ("Registered Agent"). I understand that, as Registered Agent for the Corporation, it will be my responsibility to receive service of process in the name of the Corporation, to forward all mail to the Corporation and to immediately notify the Florida Department of State of any changes in the registered office of the Corporation or of my resignation.

By: Peter J. Pike
Peter J. Pike, Esq.,
Registered Agent