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Ronald L. Siegel, Esq. ronald.siegel@brinkleymorgan.com

Board Certified in Wills, Trusts and Estates Masters of Law in Taxation (LLM) One Financial Plaza 100 SE 3<sup>rd</sup> Avenue, 23<sup>rd</sup> Floor Fort Lauderdale, Florida 33394 (954) 522-2200 (954) 522-9123 Facsimile

2255 Glades Road, Suite 340W Boca Raton, FL 33431 (561) 241-3113 (561) 241-3226 Facsimile

501 North Federal Highway Lake Park, Florida 33403 (561) 863-5400 (561) 863-3420 Facsimile

www.brinkleymorgan.com

Please reply to Boca Raton

March 12, 2018

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

# Re: JARC Florida Foundation, Inc.

Dear Sir/Madam:

Enclosed for filing with the Department of State, please find the Articles of Incorporation for the above-referenced not for profit corporation.

Also enclosed is a check in the amount of \$87.50 for the filing fee, a certified copy and Certificate of Status. A self-addressed, stamped envelope is provided herein.

Please let me know if you should have any questions.

Very truly yours,

RONALD'L. SIEGEL



RLS/cla Enclosures

# **ARTICLES OF INCORPORATION**

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OF

# JARC FLORIDA FOUNDATION, INC.

ARTICLE I

#### <u>Name</u>

The name of the corporation is JARC FLORIDA FOUNDATION, INC.

## ARTICLE II

## <u>Duration</u>

The term of existence of the corporation is perpetual.

### ARTICLE III

#### <u>Purpose</u>

The purposes 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 or the corresponding provisions of any future United States Internal Revenue law.

The purposes for which this corporation is formed are:

1. To support the purposes set forth in the Articles of Incorporation and Bylaws of JEWISH ASSOCIATION FOR RESIDENTIAL CARE, INC., a Florida not for profit corporation.

2. To engage in any lawful purpose or purposes not for pecuniary profit.

3. To acquire property by grant, gift, purchase, dues, devise or bequest and hold and dispose of such property by all means, borrow money, make loans, give grants for scholarships, give evidences of indebtedness of all kinds, and to generally do everything necessary, suitable and proper to carry out the object and purposes of this corporation, with the right to exercise and enjoy all powers, privileges and rights incident to corporations not for profit organized under the laws of the State of Florida.

4. To make and perform contracts of every kind and for any lawful purpose, without limits as to amount, with any person, firm, association, corporation, municipality, state, government, or municipal or political subdivision.

5. To have all the rights and powers conferred on corporations not for profit under Florida law, as such law is now in effect or may at any time hereafter be amended.

6. To do all other acts necessary or expedient for the administration of the affairs and attainment of the purposes of this corporation.

This instrument shall be construed as a statement of both purposes and powers, and the purposes and powers stated in each clause shall, except where otherwise expressed, be in no way limited or restricted by any reference to or inference from the terms or provisions of any other clause, but shall be regarded as independent purposes and powers.

Notwithstanding any of the foregoing statements of purposes and powers, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purpose of this corporation, as set forth in Paragraph 1 of this Article III, and nothing contained in the foregoing statements of purposes shall be construed to authorize this corporation to carry on any activity for the profits of its members as such.

The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.

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The corporation shall not engage in any act of self-dealing, as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.

The corporation shall not make any investments in such a manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.

The corporation shall not make any taxable expenditures, as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its Members, Trustees, Officers, or other private persons, except that the organization 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 the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization 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 this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization shall not carry on for any future Federal tax code, or (b) by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or corresponding Section of any future Federal tax code.

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Upon the dissolution of the corporation, the Board of Trustees 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 purposes of the corporation within the meaning of Section 501(c)(3) of the Internal Revenue Code, or 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 disposed of shall be disposed of by the Circuit Court of the County in which the principal office of the organization 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 purpose.

Notwithstanding any other provisions 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 further United States Internal Revenue Law.

#### **ARTICLE IV**

# Board of Directors

The Board of Directors shall be elected as provided in the Bylaws. The names and addresses of the persons who are to serve as Directors until the first meeting to elect new Directors are as follows:

NAME

Ronald L. Siegel

Caryn Clayman

#### **ADDRESS**

2255 Glades Road, Suite 340W Boca Raton, FL 33431

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P.O. Box 810186 Boca Raton, FL 33481

David	Katzman
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1675 N. Military Trail, 5<sup>th</sup> Floor Boca Raton, FL 33486

Cynthia Hollander Schechner

19647 Oakbrook Circle Boca Raton, FL 33434

The number of Directors and their terms shall be set forth in the Bylaws, but in no event shall there be less than three (3) Directors.

## ARTICLE V

#### <u>Officers</u>

The affairs of the corporation are to be managed by a President, a Vice President, a Secretary and/or a Treasurer and such other officers as may be provided in the Bylaws. These Officers shall be elected as provided in the Bylaws. The names of the persons who are to serve as Officers of the corporation until the first election thereof are as follows:

NAME	OFFICE	18 H	
Ronald L. Siegel	President	MAR	
Caryn Clayman	Vice President	16 F	ן יירן
Cynthia Hollander Schechner	Secretary	PH 3:	( ) ( )
David Katzman	Treasurer	0 80 N	

# ARTICLE VI

# <u>Bylaws</u>

The Bylaws of the corporation shall be made, altered or rescinded by the Directors of the corporation in accordance with the provisions set forth in the Bylaws.

#### ARTICLE VII

#### **Amendment**

Those Articles of Incorporation may be amended by the act of the Directors of the Corporation. Such amendments may be proposed and adopted in the manner provided in the Bylaws of the corporation.

# ARTICLE VIII

### Incorporation

The names and residence addresses of the Incorporator of these Articles of Incorporation is as follows:

<u>NAME</u>

#### ADDRESS

Ronald L. Siegel

2255 Glades Road, Suite 340W Boca Raton, FL 33431

# ARTICLE IX

### **Registered Agent**

The Registered Agent for the service of process with the State shall be Ronald L. Siegel, whose address is 2255 Glades Road, Suite 340W, Boca Raton, Florida 33431, and the principal address of the corporation shall be 21160 95<sup>th</sup> Avenue South, Boca Raton, Florida 33428.

IN WITNESS WHEREOF, I have subscribed my name this  $\frac{87H}{M}$  day of MMCH, 2018.

RONALD L. SIEGEL, Incorporator

# STATE OF FLORIDA COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me, this  $\underline{\lambda}^{\mu}$  day of  $\underline{Mach}$ , 2018, by RONALD L. SIEGEL, who is personally known to me, or who has produced \_\_\_\_\_\_ as identification.



Notary Public CHRISTINE AMATUCCI Print Name:\_\_\_\_\_\_ My Commission Expires: 6132001

# ACCEPTANCE BY REGISTERED AGENT

Having been named as Registered Agent to accept process of the corporation at

the place designated in this Certificate, I hereby agree to act in this capacity and agree to

comply with the provisions of all Statutes relative to the proper and complete performance

of my duties.

RONALD L. SIEGEL, Registered Agent