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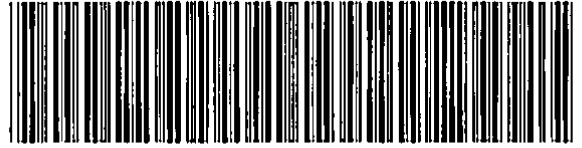
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2018 JUL -5 P 6:11

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JUL 17 2018
T. L. ...

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: KESHER TJC INC

DOCUMENT NUMBER: _____

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

Please return all correspondence concerning this matter to the following:

CHAIM FRANKEL

(Name of Contact Person)

KESHER TJC INC

(Firm/ Company)

3575 SW 50TH STREET

(Address)

FORT LAUDERDALE, FL 33312

(City/ State and Zip Code)

RABBI FRANKEL@KESHER.US

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

For further information concerning this matter, please call:

CHAIM FRANKEL

347 502-8137
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:

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| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input checked="" type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy is
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

Amended and Restated Articles of Incorporation

KESHER TJC INC

FILED

The undersigned natural persons of lawful age, for the purpose of forming a not-for-profit corporation under the laws of the State of Florida, adopt the following Amended and Restated Articles of Incorporation:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE ONE. NAME AND PRINCIPAL OFFICE

The name of the Corporation is Kesher TJC Inc. and its principal office is located at 3575 SW 50th Street Fort Lauderdale, FL 33312, or such other location as chosen by the directors from time to time.

ARTICLE TWO. REGISTERED OFFICE AND AGENT

The name of the Registered Agent of the Corporation is Chaim Frankel. The street address of the registered office, which is also the address of the Registered Agent, is 3575 SW 50th Street Fort Lauderdale, FL 33312.

ARTICLE THREE. DURATION

The period of duration of this not-for-profit Corporation is perpetual.

ARTICLE FOUR. AUTHORIZATION

The Corporation is organized as a not-for-profit religious and charitable corporation under the Florida Not For Profit Corporation Act, Florida Statute § 617.01011, *et. seq.*, exclusively for religious and charitable purposes, as set forth in Article Five.

ARTICLE FIVE. PURPOSES

The fundamental and primary purpose of this Corporation shall be to provide Jewish outreach programming under the laws of Orthodox Judaism; to provide educational and informational services about Orthodox Judaism; to subsidize private tuition of students transferring to Orthodox Jewish day schools; to buy, sell, lease, mortgage or otherwise encumber, hold or dispose of both real and personal property of the Corporation for the furtherance of religious and charitable work; and for such purpose, to adopt and establish By Laws, rules and regulations in accordance with law and not inconsistent with these Articles of Incorporation, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under § 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE SIX. CORPORATE NET EARNINGS; ACTIVITIES

This Corporation shall be nonstock and 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 the purpose(s) set forth in Article Five. 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 Amended and Restated Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under § 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE SEVEN. DIRECTORS

The initial number of directors constituting the initial Board of Directors of the Corporation is three (3), and the names and addresses of the persons who are to serve as initial directors are as follows:

Name	Address
<u>Chaim Frankel</u>	<u>3575 SW 50th Street Fort Lauderdale, FL 33312</u>
<u>Nissim Revivo</u>	<u>3575 SW 50th Street Fort Lauderdale, FL 33312</u>
<u>Israel Weingarten</u>	<u>3575 SW 50th Street Fort Lauderdale, FL 33312</u>

The terms and election of the directors shall be set forth in the By Laws of the Corporation, as amended from time to time.

ARTICLE EIGHT. DIRECTORS' POWERS AND VOTING RIGHTS

The Directors shall have the powers and voting rights set forth in the Corporation's By Laws.

ARTICLE NINE. CORPORATE OFFICERS

The general officers of the Corporation shall be president, secretary, and treasurer. The Board of Directors may provide for the appointment of additional officers as they may deem for the best interest of the Corporation. Whenever the Board of Directors may order, any two offices, the duties of which do not conflict, may be held by one person. The officers shall such duties as from time to time are imposed or required by the Board of Directors, or as may be prescribed from time to time by the By Laws.

The names and addresses of the persons who are to serve as initial officers are as follows:

Name	Office	Address
<u>Chaim Frankel</u>	<u>President</u>	<u>3575 SW 50th Street Fort Lauderdale, FL 33312</u>
<u>Nissim Revivo</u>	<u>Vice President</u>	<u>3575 SW 50th Street Fort Lauderdale, FL 33312</u>
<u>Israel Weingarten</u>	<u>Secretary</u>	<u>3575 SW 50th Street Fort Lauderdale, FL 33312</u>
<u>Israel Weingarten</u>	<u>Treasurer</u>	<u>3575 SW 50th Street Fort Lauderdale, FL 33312</u>

ARTICLE TEN. ELECTION OF OFFICERS: TERMS

The officers shall be elected by the Directors. The terms of the officers shall be set forth in the By Laws or determined by the Directors from time to time.

ARTICLE ELEVEN. DISTRIBUTION ON DISSOLUTION

The assets of this Corporation are irrevocably and permanently dedicated to religious and charitable purposes. Upon the dissolution of the Corporation, its assets shall be distributed for one or more exempt purposes within the meaning of § 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 such court shall determine, that are organized and operated exclusively for such purposes.

ARTICLE TWELVE. AMENDMENTS

Amendment to these Amended and Restated Articles of Incorporation may be proposed and adopted by a resolution of a majority of the Board of Directors.

Kesher TJC Inc
EIN: 83-2292949

Adoption of Amendment and Restatement

The amendment and restatement was adopted by the members and the number of votes cast for the amendment and restatement was sufficient for approval.

The amendment and restatement was adopted on the date signed below.

חיים פרנקל
Chaim Frankel, President

06/19/19
Date

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.

חיים פרנקל
Chaim Frankel

06/19/19
Dated Effectively