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June 3, 2019

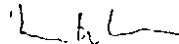
Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

RE: Friends Of Tashema, Inc.

Dear Sir/Madam:

Enclosed please find three copies of Articles of Organization for the above captioned organization. Kindly file the Articles of Organization and return two certified copies to me. I have enclosed a check payable to the Department of State in the amount of \$87.50 for the filing fee and two certified copies. Please return the two certified copies to me in the enclosed self addressed stamped envelope.

Sincerely yours,



Morris Werner

MW:lk
Encl.

CERTIFICATE OF INCORPORATION OF
FRIENDS OF TASHEMA, INC..

PURSUANT TO THE FLORIDA NOT FOR PROFIT CORPORATION ACT (TITLE XXXVI,
CHAPTER 617)

FILED
2019 JUN 10 PM 12:45
CLERK OF CIRCUIT COURT
DADE COUNTY FLORIDA

The undersigned, for the purpose of forming a corporation under Title XXXVI, Chapter 617, the

Florida Not for Profit Corporation Act, hereby certifies:

ARTICLE I- The name of the corporation is, FRIENDS OF TASHEMA INC. , and is referred to in this certificate as "the Corporation".

ARTICLE II-The address of the principal office of the Corporation is. c/o Emilio Benzadin 15020 SW 75 Court, Miami, FL 33158 .

ARTICLE III- The purposes for which the Corporation is to be formed are as follows:

- (a) Exclusively for charitable or religious purposes, either directly or by contributions to organizations duly authorized to carry on charitable or religious activities;
- (b) To spread the learning and teaching of the Talmud wherever Jewish people live. This includes creation of written and digital material, and investment in entities that are pursuing these goals, including supporting organization that publish the Talmud in Spanish and initiating social activities to pursue this goal..
- (c) to buy, lease and otherwise acquire and to sell, lease and mortgage such personal property and real property as shall be necessary to the interests and welfare of the corporation;
- (d) To perform any acts, including the raising of funds, necessary or incidental to carrying out any of the foregoing purposes;
- (e) To do all things necessary to the accomplishment of the foregoing purposes and if the

Directors so decide, to associate itself with persons and organizations desiring to assist in the effectuation of the purposes herein set forth: and,

(f) To carry out any other activities permitted by the Florida Not For Profit Corporation Act. such property is received, this certificate of Incorporation, the By-Laws of the corporation, or any laws applicable thereto.

ARTICLE IV-The Directors are elected and appointed at the annual meeting of Directors which shall take place on the 30th day of December 2019 and each year thereafter that will be held on, or approximate to, said 30th day of December. New Directors are to be elected at such annual meeting. Should a Director resign, the Directors may appoint a replacement at any time during the year via a formal meeting or in a writing in which there is unanimous consent to such appointment. The Corporation will have no members.

ARTICLE V-The initial Directors shall be three in number with their names and addresses as follows:

Emilio Benzadin
15020 SW 75 Court
Miami, FL 33158

Mauricio Drazner
Moshe Zilberg 34
Jerusalem, Israel

Meir David Dora
Baruch Dubdebani 19
Jerusalem, Israel

ARTICLE VI-REGISTERED AGENT -The name and address of the registered agent of the Corporation is:

. Emilio Benzadin 15020 SW 75 Court, Miami, FL 33158 .

ARTICLE VII-INCORPORATOR The name and address of the incorporator who is over the age of 18 years is:

Morris Werner-155 North Main Street-New City, New York, 10956.

ARTICLE VIII-Provisions inserted to meet requirement of the Internal Revenue Service applicable to organizations exempt under Section 501 (c)(3) of the Internal Revenue Code:

1. No part of the assets or net earnings of the corporation shall inure to the benefit of any private shareholder or individual, and no part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting, to influence legislation, or of participating in or intervening in (including the publication or distribution of statements), any political campaign on behalf of (or in opposition to) any candidate for public office.

2. Notwithstanding any other provision, this corporation shall not conduct any activities not permitted by an organization exempt under Section 501(c)(3) of the Internal Revenue Code of 1986 and its Regulations, or by an organization contributions to which are deductible under Section 170(c)(2) of such Code and Regulations. (References to Code sections and Regulations are as they now exist or as they may be amended.)

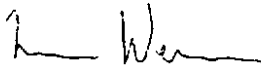
3. In the event of dissolution upon the approval of a court of competent jurisdiction of the State of Florida, all the remaining assets and the property of the corporation shall, after deducting necessary expenses thereof, be distributed to another organization exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, or under a corresponding provision of any subsequent Federal tax laws, or to the Federal government, or state or local government for a public purpose.

4. Provided, however, that no gift, bequest or devise shall be accepted if any limitations contained in the instrument under which the property is received requires the disposition of the income or its principal to any person or organization other than a charitable organization or for other than charitable, educational or religious purposes or if the acceptance of such property, in the opinion of the Directors, would jeopardize the federal tax exemption of this Corporation under Section 501(c)(3) of the Internal Revenue Code of 1986.

5. No part of the assets or net earnings of the corporation shall inure to the benefit of any private shareholder or individual, and no part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting, to influence legislation, or of participating in or intervening in (including the publication or distribution of statements), any political campaign on behalf of (or in opposition to) any candidate for public office.


6.. Notwithstanding any other provision, this corporation shall not conduct any activities not permitted by an organization exempt under Section 501(c)(3) of the Internal Revenue Code of 1986 and its Regulations, or by an organization contributions to which are deductible under Section 170(c)(2) of such Code and Regulations. (References to Code sections and Regulations are as they now exist or as they may be amended.).

IN WITNESS WHEREOF, I have made and subscribed these Articles of Incorporation this 24th day of May 2019.



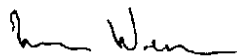
Morris Werner
155 North Main Street
New City, N.Y. 10956

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.


Registered Agent

5/29/19
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.


Signature of Incorporator

5/29/19
Date