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Division of Corporations

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Florida Department of State
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To:

Division of Corporations
Fax Number : (850)617-6381

From:

Account Name : Vcorp SERVICES, LLC
Account Number : I20080000067
Phone : (845)425-0077
Fax Number : (845)818-3588

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FLORIDA PROFIT/NON PROFIT CORPORATION SHIAARE DAAS INC.

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Corporate Filing Menu

Help

ARTICLES OF INCORPORATION

In Compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I NAME

The name of the corporation shall be:

SHAARE DAAS INC.

ARTICLE II PRINCIPAL OFFICE

The principal street address and mailing address, if different is:

3821 Labyrinth Road
Baltimore, MD 21215

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

To support institutions and individuals that teach, promote, and disseminate Jewish scholarly study of the Torah. To provide financial aid to scholars of Jewish study who are economically distressed via stipends or offering interest free loans. To promote the development of houses of study for Torah learning throughout the world.

The corporation is organized exclusively for charitable purposes as specified in Section 501(c)(3) of the Internal Revenue Code of 1986, 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 corresponding section of any future federal tax code. The corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal income tax under IRC Section 501(c)(3) or corresponding provisions of any subsequent federal tax code.

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

As provided for in the bylaws.

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

List name(s), address(es) and specific title(s):

CHANANEL GREENWALD - PRESIDENT - 4 Weyant Drive, Cedarhurst NY 11516
BARUCH MORDECHAI PORTAL - TREASURER - 5 Brooklands, Suffern NY 10901
ELAINE RUBIN - SECRETARY - 4 Weyant Drive, Cedarhurst NY 11516

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Vcorp Services, LLC
1200 South Pine Island Road
Plantation, Florida 33324

ARTICLE VII LIMITATIONS

Notwithstanding any other provisions of these articles, the corporation is organized exclusively for one or more of the purposes as specified in §501(c)(3) of the Internal Revenue Code of 1986 (the "IRC"), and shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal income tax under IRC §501(c)(3) or corresponding provisions of any subsequent Federal tax laws.

In the event of dissolution, all of the remaining assets and property of the corporation shall, after necessary expenses thereof, be distributed to another organization exempt under IRC §501(c)(3), or corresponding provisions of any subsequent Federal tax laws, or to the Federal government, or state or local government for a public purpose, subject to the approval of a Justice of the Supreme Court of the State of Florida.

No part of the net earnings of the corporation shall inure to the benefit of any member, trustee, director, officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation), and no member, trustee, officer of the corporation or any private individual shall be entitled to share in the distribution of any of the corporation assets on dissolution of the corporation.

No substantial part of the activities of the corporation shall be carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by IRC §501(h)), and the corporation shall not participate in, or intervene in (including the publication or distribution of statements), any political campaign on behalf of (or in opposition to) any candidate for public office.

In any taxable year in which the corporation is a private foundation as described in IRC §509(a), the corporation shall distribute its income for said period at such time and manner as not to subject it to tax under IRC §4942, and the corporation shall not (a) engage in any act of self-dealing as defined in IRC §4941(d), retain any excess business holdings as defined in IRC §4943(c), (b) make any investments in such manner as to subject the corporation to tax under IRC §4944, or (c) make any taxable expenditures as defined in IRC §4945(d) or corresponding provisions of any subsequent Federal tax laws.

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ARTICLE VIII INCORPORATOR

The name and address of the Incorporator is:

Lorraine Smith
25 Robert Pitt Drive Suite 204
Monsey, NY 10952

