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JACKSONVILLE, FL 32202-0707
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800-342-8086



PROFESSIONAL
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 080379 4332405

AUTHORIZATION : *Patricia Pizzit*

COST LIMIT : \$ 122.50

ORDER DATE : September 10, 1996

ORDER TIME : 11:40 AM

ORDER NO. : 080379

800001948798

CUSTOMER NO: 4332405

CUSTOMER: Irving I. Lesnick, Esq
HARNETT LESNICK RIPP AND KAHN,
P.A.
Suite 500
150 East Palmetto Park Road
Boca Raton, FL 33432

DOMESTIC FILING

NAME: LEAGUE FOR EDUCATIONAL
AWARENESS OF THE
HOLOCAUST, INC.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY
☐ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: W. Charles Earnest

EXAMINER'S INITIALS:

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 SEP 10 AM 10:21

RECEIVED
96 SEP 10 PM 1:48
DIVISION OF CORPORATION

9/11/96

ARTICLES OF INCORPORATION
OF

League for Educational Awareness of the Holocaust, Inc.

(Under Florida Statutes Chapter 619 Section)

The undersigned, being a natural person of at least eighteen years of age and acting as the incorporator of the corporation hereby being formed under the Not-for-Profit Corporation Law of the State of Florida, does hereby certify that:

FIRST: Names. The name of the Corporation is:

League for Educational Awareness of the
Holocaust, Inc.

SECOND: General Purpose and Restrictions.

(a) The Corporation is a corporation described in Florida Statutes Section 617.0301, in that it is not formed for pecuniary profit or financial gain, and no part of the assets, income or profit of the Corporation is distributable to, or inures to the benefit of its members, directors or officers or any private person except to the extent permissible under the Not-for-Profit Corporation Law.

(b) The Corporation shall be operated not for profit, but exclusively for religious, charitable, scientific, literary or educational purposes. Notwithstanding any other provisions of these articles, the Corporation is organized exclusively for one or more of the purposes as specified in Section 501(b) (3) of the Internal Revenue Code of 1986, and shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal income tax under Internal Revenue code Section 501 (b) (3) or corresponding provisions of any subsequent Federal tax laws.

(c) No part of the net earnings of this Corporation shall inure to the benefit of any member, director, officer or employee of the Corporation; no member, director, officer or employee of the Corporation shall receive or be lawfully entitled to receive any pecuniary benefit of any kind, except reasonable compensation for services in effecting one or more purposes of the Corporation. No substantial part of the activities of this Corporation shall consist in carrying on propaganda or otherwise attempting to influence legislation. This Corporation shall participate in, or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

THIRD: Purpose. The Corporation is formed for the following purpose or purposes: to provide funding for educational

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DIVISION OF CORPORATIONS
96 SEP 10 AM 10:21

books, audio-visual and other resources for the teaching of the Holocaust and the reduction of prejudice.

FOURTH: Liquidation. In the event of liquidation, dissolution or winding up the Corporation, whether voluntary or involuntary, no distribution of any of the property or assets of the Corporation shall be made to any member, director or officer or employee of the Corporation, but all of such property and assets shall be distributed to organizations exempt under Section 501 (b) (3) of the Internal Revenue code and shall be applied to accomplish the charitable purposes for which this Corporation is organized, as the members of this Corporation, by majority vote, shall determine or as the by-laws of this Corporation shall direct.

FIFTH: Mandatory Distribution of Income. In any taxable year in which the Corporation is a private foundation as described in Section 509 (a) of the Internal Revenue Code, the Corporation shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Internal Revenue Code; (b) of the Internal Revenue Code; (b) make any investments in such manner as to subject the Corporation to tax under Section 4944 of the Internal Revenue Code; or (c) make any taxable expenditures as defined in Section 4945 (c) of the Internal Revenue Code or corresponding provisions of any subsequent Federal tax laws.

SIXTH: Registered Office and Agent The street address of the registered office of the Corporation is to be c/o Harnett Lesnick & Ripps P.A., 150 East Palmetto Park Road, Boca Raton, Florida 33432, and the name of its initial registered agent at such address shall be Irving I. Lesnick.

SEVENTH: Initial Directors The name and the address of each of the initial directors of the Corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Donna Alpert	1500 South Ocean Blvd Suite 102 Boca Raton, FL 33432
Nancy Boyman	1000 Spanish River Road Apt. 3J Boca Raton, FL 33432
Irving I. Lesnick	Harnett Lesnick & Ripps P. A. 150 East Palmetto Park Road Suite 500 Boca Raton, FL 33432

EIGHTH: Directors The number of directors and the manner their election shall be as set forth in the bylaws.


NINTH: Incorporator The name and the address of the Incorporator of the Corporation are as follows:

Irving I. Lesnick

Harnett Lesnick & Ripps P. A.
150 East Palmetto Park Road
Suite 500
Boca Raton, FL 33432

TENTH: Principal Office The street address of the principal office of the Corporation is to be c/o Nancy Boyman, 1000 Spanish River Road, Apt. 3J, Boca Raton, FL 33432.

IN WITNESS WHEREOF, I have made, subscribed and acknowledged this Certificate this 9th day of September, 1996.



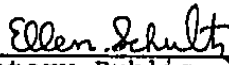
Irving I. Lesnick, Incorporator
150 East Palmetto Park Road
Boca Raton, Florida 33433

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

s.s:

On the 9th day of September, 1996, before me came Irving I. Lesnick, to me know to be the individual who is described in, and who signed the annexed Certificate of Incorporation, and he acknowledged to me that he signed the same.




Notary Public

I accept appointment as Registered Agent.


Irving I. Lesnick, Registered Agent

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DIVISION OF CORPORATIONS
96 SEP 10 AM 10:21



THE UNITED STATES
CORPORATION
COMPANY

N96 0000004697

ACCOUNT NO. : 072100000032

REFERENCE : 293963 4332405

AUTHORIZATION : Patricia Pijet

COST LIMIT : \$ 87.50

ORDER DATE : March 14, 1997

ORDER TIME : 10:29 AM

ORDER NO. : 293963-005

CUSTOMER NO: 4332405

CUSTOMER: Irving I. Lesnick, Esq
Harnett Lesnick & Ripps, P.a.
Suite 500
150 E. Palmetto Park Road
Boca Raton, FL 33432

DOMESTIC AMENDMENT FILING

NAME: LEAGUE FOR EDUCATIONAL
AWARENESS OF THE
HOLOCAUST, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: W. Charles Earnest

EXAMINER'S INITIALS: _____

M. HENDRICKS MAR 14 1997

97 MAR 14 PM 2:07
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U.S. DEPARTMENT OF JUSTICE

97 MAR 14 PM 11:33
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U.S. DEPARTMENT OF JUSTICE

ARTICLES OF AMENDMENT
OF
LEAGUE FOR EDUCATIONAL AWARENESS OF THE HOLOCAUST, INC.

FILED
97 MAR 14 PM 2:07

RECORDED & INDEXED
TALLAHASSEE, FLORIDA

(Pursuant to Fla. Stat. § 617.1006)

The undersigned, as President and Secretary of the League for Educational Awareness of the Holocaust, Inc., certify:

1. The name of the corporation is: League for Educational Awareness of the Holocaust, Inc.

2. The Articles of Incorporation are amended to (I) replace "Section 501(b)(3)" with "Section 501(c)(3)," each time it appears in Article Second, Section (b) and in Article Fourth and (ii) to insert the word "not" between the words "shall" and "participate" in the last sentence of Article Second, Section (b).

a. As so amended, Article Second, Section (b) shall read:

(b) The Corporation shall be operated not for profit, but exclusively for religious, charitable, scientific, literary or educational purposes. Notwithstanding any other provisions of articles, the Corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code of 1986, and shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal income tax under Internal Revenue code Section 501 (c) (3) or corresponding

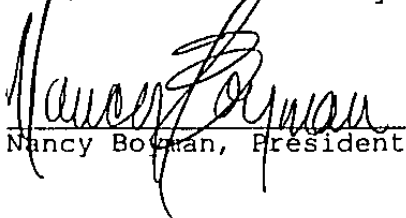
provisions of any subsequent Federal tax laws. This Corporation shall not participate in, or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

b. As so amended, Article Fourth shall read:

FOURTH: Liquidation. In the event of liquidation, dissolution or winding up the Corporation, whether voluntary or involuntary, no distribution of any of the property or assets of the Corporation shall be made to any member, director or officer or employee of the Corporation, but all of such property and assets shall be distribution to organizations exempt under Section 501(c)(3) of the Internal Revenue Code and shall be applied to accomplish the charitable purposes for which this Corporation is organized, as the members of this Corporation, by majority vote, shall determine or as the by-laws of this Corporation shall direct.

2. There are no members entitled to vote on this amendment. The amendment was adopted by Board of Directors by the vote of a majority of the directors then in office, at a meeting duly held on the 26 day of February, 1997, at which a quorum was present and acting throughout, which vote was sufficient to adopt such amendment.

IN WITNESS WHEREOF the Certificate of Amendment has been executed this 12th day of March, 1997.


Nancy Boyman, President


Ethel Schwartz, Secretary