

N96000006033

Chapter Number Only

11-25-96 Arlene

Craig Conoff
Requestor's Name
18305 Discharge Blvd
Address
North Miami Beach FL 33160
City State ZIP Phone
955-0496

VALIDATION ONLY

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-11/26/96--01041--020
****122.50 ****122.50

CORPORATION(S) NAME

The Bernice Lewis Charitable Foundation, Inc.

FILED
96 NOV 28 PM 1:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Empire Toll Free: 1-800-432-3028

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| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input checked="" type="checkbox"/> NonProfit | <input type="checkbox"/> Foreign | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reservation | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> After 4:30 |
| <input type="checkbox"/> Walk In | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> Mail Out |
| <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up | |

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| Examiner | |
| Updater | |
| Verifier | |
| Acknowledgment | |
| W.P. Verifier | |

CERTIFIED COPY



CRAIG DONOFF, J.D., LL.M.
Certified Tax Attorney
LIVING TRUST AND ESTATE PLANNING

Ryan S. Ratnor, J.D.
LIVING TRUST AND ESTATE PLANNING

OF COUNSEL
DAVID H. BURSTYN
PERSONAL INJURY
LEON BEDRICK
ESTATE PLANNING, WILLS AND TRUSTS

LAW OFFICES
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AVENTURA, FLORIDA 33160

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BOCA RATON OFFICE:
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BOCA RATON, FLORIDA 33434

TELEPHONE (407) 451-8220
1-(800) 989-0755
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November 20, 1996

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

Re: The Bernice Lewis Charitable Foundation, Inc.
Articles of Incorporation

Gentlemen:

Enclosed please find the original and one copy of the above referenced Articles and our check for filing fees in the amount of \$122.50.

Also enclosed is a Resident Agents Acceptance Form as required by F.S. 48.091.

Thank you for your prompt attention in this matter.

Very truly yours,

CRAIG DONOFF
CD/atd

Encl.

ARTICLES OF INCORPORATION
OF
THE BERNICE LEWIS CHARITABLE FOUNDATION, INC.
A NONPROFIT CORPORATION

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96 NOV 26 PM 1:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, with other persons being desirous of forming a nonprofit corporation, under the provisions of Chapter 617 of the Florida Statutes, do agree to the following:

ARTICLE I.

The name of the corporation shall be:

THE BERNICE LEWIS CHARITABLE FOUNDATION, INC.

The principal place of business of this corporation shall be Mizner Tower, 300 S.E. Fifth Ave., #106B, Boca Raton, FL 33432-5059

ARTICLE II.

(a) The Corporation is organized and shall be operated exclusively for religious, charitable and educational purposes within the meaning of Sec. 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may be hereafter amended, and it is authorized to receive and maintain funds, to have, hold, manage and sell the same, to change the investments thereof, to invest and reinvest the proceeds thereof, and to collect and receive the income and profits thereof; and to apply the income and principal to the aid and assistance of any and all educational organizations and institutions, and to do all things that may be necessary and useful in the accomplishment of the purposes hereinabove set forth.

Prepared by:
CRAIG DONOFF, ESQ.
6100 Glades Road, Suite 204
Boca Raton, FL 33434
Telephone: (407) 451-8220

(b) Notwithstanding any other provision 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 future United States Internal Revenue law.

(c) All the assets and earnings shall be used exclusively for the purposes hereinabove set out, including the payment of expenses incidental thereto, and no part of the net earnings shall inure to the benefit of any part of the net earnings shall inure to the benefit of any private member or individual, and no substantial part of the activities of the corporation shall be for the carrying on of propaganda or otherwise attempting to influence legislation. In the event of dissolution, all assets and earnings shall be paid over to another corporation or corporations organized and operated exclusively for charitable, purposes which would qualify under the provisions of Sec. 501(c)(3) of the Internal Revenue Code as they now exist or as they may be hereafter amended.

(d) Notwithstanding any other provisions of these articles:

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

2. 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.

3. The Corporation shall not retain any excess business holdings as defined in section 4943 (c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.

4. The Corporation shall not make any investments in such 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.

5. 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.

The Corporation shall have no capital stock and the private property of the incorporators and members shall not be liable for the debts of the Corporation.

ARTICLE III.

The membership of this corporation shall constitute all persons hereinafter names as officers and directors and such other persons as from time to time may become members by approval of the Board of Directors.

ARTICLE IV.

The name and street address of the incorporator to these Articles of Incorporation is

Craig Donoff, Esq.
6100 Glades Road, Suite 204
Boca Raton, Florida 33434

ARTICLE V.

This corporation is to exist perpetually.

ARTICLE VI.

The business of this corporation shall be managed by the Board of Directors. This corporation shall never have fewer than three Directors initially. The number of directors may be increased from time to time by the Bylaws, but shall never be less than three.

The Board of Directors shall be appointed and hold office in accordance with the Bylaws.

The names and addresses of the person who are to serve as directors for the ensuing year are:

BERNICE LEWIS, Mizner Tower, 300 S.E. Fifth Ave., #106B,
Boca Raton, FL 33432-5059

REBECCA COOPER WALDMAN (same address as above)

IRVINE BEER (same address as above)

ARTICLE VII.

The officers of the corporation shall be President, Secretary and Treasurer and such other officers as may be provided in the Bylaws.

ARTICLE VIII.

The Board of Directors of this corporation may provide such Bylaws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

Upon proper notice, the Bylaws may be amended, altered or rescinded by a majority vote of the Board of Directors.

ARTICLE IX

The street address of the initial registered office of this corporation shall be 6100 Glades Road, Suite 204, Boca Raton, Florida 33434, and the name of the initial registered agent of the corporation at that address is CRAIG DONOFF.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand
and seal on this 20th day of November, 1996.

By C. Donoff

CRAIG DONOFF

ACKNOWLEDGMENT OF REGISTERED AGENT:

Having been named to accept service of process for the above-
stated corporation, at place designated in this certificate, I
hereby accept to act in this capacity, and agree to comply with the
provision of said Act relative to keeping open said office.

C. Donoff
CRAIG DONOFF

STATE OF FLORIDA)

COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this
20 day of November, 1996, by CRAIG DONOFF, who is
personally known to me and who did take an oath.

Jessica M. Orloff
NOTARY PUBLIC

My commission expires:

Print name of Notary

JESSICA M. ORLOFF
COMMISSION # CC 532220
EXPIRES FEB 13, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.