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5/28/98

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FROM: FAS-T CORP. AGENTS, INC.

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NAME: THE JACOB GOLDFARB CHARITABLE FOUNDATION, IN

AUDIT NUMBER.....H98000009986

DOC TYPE.....FLORIDA NON-PROFIT CORPORATION

CERT. OF STATUS..0

PAGES..... 3

CERT. COPIES.....1

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 29, 1998

FAS-T CORP. AGENTS, INC.

SUBJECT: THE JACOB GOLDFARB CHARITABLE FOUNDATION, INC.
REF: W98000012241

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

If you have any further questions concerning your document, please call (850) 487-6067.

Neysa Culligan
Document Specialist

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ARTICLES OF INCORPORATION

98 MAY 29 PM 1:43

THE JACOB GOLDFARB CHARITABLE FOUNDATION, INC.

The undersigned incorporators, under the Florida Not For Profit Corporation Act (the "Act"), adopt these Articles of Incorporation:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA**ARTICLE 1****1. NAME AND PRINCIPAL OFFICE.**

1.1 Name. The name of this Corporation is **THE JACOB GOLDFARB CHARITABLE FOUNDATION, INC.**

1.2 Office. The principal place of business and mailing address of this Corporation shall be 1920 South Ocean Drive, #18-A, Hallandale, Florida 33309.

2. PURPOSE AND POWERS.

2.1 Purpose. This Corporation is formed exclusively for the purpose of receiving and administering funds and to use and apply the whole or any part of the income or principal of those funds exclusively for charitable, religious, scientific, testing for public safety, literary, or educational purposes either directly or by contributions to organizations that qualify as exempt organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954 and its Regulations as they now exist or as they may hereafter be amended. This purpose is subject to the restrictions and limitations stated in Paragraph 2.2.

2.2 Limitations.

A. Earnings. No part of the net earnings of the Corporation shall inure to the benefit of any member, trustee, officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes), and no member, trustee, officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

B. Propaganda. 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 publication or distribution of statements) any political campaign on behalf of any candidate for public officer.

C. Income Distribution. The Corporation shall distribute its income for each taxable 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 1954 or corresponding provisions of any subsequent federal tax laws.

D. Self-Dealing. The Corporation shall not engage in any act of self-dealing as defined in Section 4941 (d) of the Internal Revenue Code of 1954 or corresponding provisions of any subsequent federal tax laws.

E. Business Holdings. The Corporation shall not make any investments in such manner as to subject it to tax under Section 4943 (c) of the Internal Revenue Code of 1954 or corresponding provisions of any subsequent federal tax laws.

F. Investments. 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 1954 or corresponding provisions of any subsequent federal tax laws.

PREPARED BY: IRA L. KAHN
20801 Biscayne Blvd. Ste. 400
Miami, Florida 33131
(305) 936-0750

G. Expenditures. The Corporation shall not make any taxable expenditures as defined in Section 4945 (d) of the Internal Revenue Code of 1954 or corresponding provisions of any subsequent federal tax laws.

H. Exempt Activities. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501 © (3) of the Internal Revenue Code of 1954 and its Regulations as they now exist or as they may hereafter be amended, or by an organization contributions to which are deductible under Section 170 (c)(2) of such Code and Regulations as they now exist or as they may hereafter be amended.

I. Dissolution Distributions. Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to charitable, religious, scientific, testing for public safety, literary, or educational organizations which would then qualify under the provisions of Section 501 (30) of the Internal Revenue Code of 1954 and its Regulations as they now exist or as they may hereafter be amended.

2.3 Powers. This Corporation shall have the powers as granted by the Act. These powers may not be exercised or exercisable in violation of the purposes stated in Paragraph 2.1 as limited by the provisions of Paragraph 2.2.

ARTICLE III

3. DIRECTORS.

3.1 Initial. The names and addresses of the individuals who are to serve as initial directors of this Corporation are:

- A. Jacob Goldfarb
- B. Malka Goldfarb
- C. *Lili Persky Goldfarb*

3.2 Bylaws. The initial Board of Directors shall adopt the Bylaws of this Corporation. The By-laws shall not be inconsistent with the purposes stated in Paragraph 2.1 as limited by the provisions of Paragraph 2.2. The method of election of directors is as stated in the bylaws.

ARTICLE IV

4. MISCELLANEOUS PROVISIONS.

4.1 Registered Agent. The address of the initial registered office of the Corporation shall be 1920 South Ocean Drive, #18A, Hallandale, Florida 33309. The initial registered agent shall be Jacob Goldfarb. His business office address is 1920 South Ocean Drive, #18A, Hallandale, Florida 33309.

4.2 Incorporator. The name and street address of each incorporator of these Articles of Incorporation is Jacob Goldfarb and Malka Goldfarb both at 1920 South Ocean Drive, #18A, Hallandale, Florida 33309.

The incorporators have signed these Articles of Incorporation this 27 day of May, 1998.

Lili Persky Goldfarb

Lili Persky Goldfarb

Jacob Goldfarb

Jacob Goldfarb

Malka Goldfarb

Malka Goldfarb

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REGISTERED AGENT'S STATEMENT

I, **JACOB GOLDFARB**, the person named as the initial registered agent of the corporation and the person to accept service of process on behalf of the corporation. I acknowledge that my business address is 1920 South Ocean Drive, #18 A, Hallandale, Florida 33309. I accept the appointment as registered agent and agree to act in that capacity. I agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



JACOB GOLDFARB

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TALLAHASSEE, FLORIDA**

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