

N98000004010

Lisa E. Lazan  
1151 Indian Mound Trail  
Vero Beach, Florida 32963  
561-231-0160

June 22, 1998

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

100002572111--8  
-06/25/98--01030--012  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Incorporation of Congregation B'nai Emet

Corporate Filings Office:

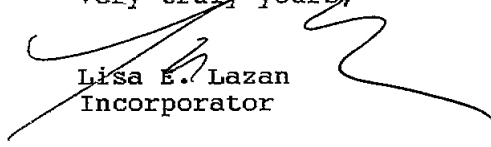
Enclosed please find an original and two copies of the proposed Articles of Incorporation of Congregation B'nai Emet.

Please file the Articles of Incorporation and return a Certificate of Incorporation (or file-stamped copy of the original Articles) to me at the above address.

A check in the amount of \$122.50, made payable to your office, for total filing, designation of Registered Agent, and certified copy fees is enclosed.

Thank you for your attention herein.

Very truly yours,

  
Lisa E. Lazan  
Incorporator

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JUL -9 AM 8:20

RP  
07-10-98



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

June 26, 1998

LISA E. LAZAN  
1151 INDIAN MOUND TRAIL  
VERO BEACH, FL 32963

SUBJECT: CONGREGATION B'NAI EMET  
Ref. Number: W98000014712

We have received your document for CONGREGATION B'NAI EMET and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the corporation must contain a corporate suffix. This suffix may be: CORPORATION, CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation.

You must list the corporation's principal office and/or a mailing address in the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6929.

Randall Purintun  
Document Specialist

Letter Number: 498A00035103

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

ARTICLES OF INCORPORATION

OF

CONGREGATION B'NAI EMET, INC.

A NON-PROFIT CORPORATION

The undersigned incorporator, in order to form a non-profit corporation under the laws of the state of Florida, adopt the following Articles of Incorporation:

ONE: The name of this corporation is Congregation B'nai Emet, Inc., with a principal office at 1151 Indian Mound Trail, Vero Beach, Florida 32963.

TWO: The name and address of the registered agent of this corporation is:

Lisa E. Lazan

1151 Indian Mound Trail

Vero Beach, Florida 32963

THREE: The specific purposes for which this corporation is organized are:

To establish a religious organization for the study and worship of Conservative Judaism.

This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, 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.

FOUR: The number of initial directors of this corporations is three. Their names and address are as follows:

Joshua Zwerner

475 45<sup>th</sup> Court

Vero Beach, Florida 32968

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Stacey Ladinsky  
980 Franciscan Way  
Sebastian, Florida 32958

Lisa E. Lazan  
1151 Indian Mound Trail  
Vero Beach, Florida 32963

FIVE: The name and address of the incorporator of this corporation is:

Lisa E. Lazan  
1151 Indian Mound Trail  
Vero Beach, Florida 32963

SIX: The period of duration of this corporation is perpetual.

SEVEN: The classes, rights, privileges, qualifications, and obligations of members of this corporation are as follows:

This corporation shall have one class of membership. Any person shall be qualified to become a member upon payment of the initial dues, if any, fixed by the board of directors and shall continue as a member upon paying the annual dues, if any, fixed by the board of directors. The method and time of payment of dues shall be determined, and may be changed, from time to time, by the board of directors. Additional provisions specifying the rights and obligations of members shall be contained in the Bylaws of this corporation pursuant to, and in accordance with, the laws of this state.

EIGHT: Any additional provisions for the operation of the corporation are as follows:

Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all

debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose.

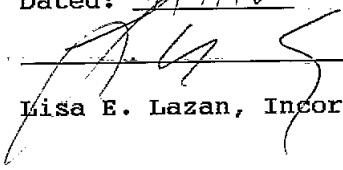
No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this corporation shall not participate in, or intervene in (including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

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these Articles.

Notwithstanding any other provision of these Articles, this corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

The undersigned incorporator hereby declares under penalty of perjury that the statements made in the foregoing Articles of Incorporation are true.

Dated: 3/7/98

  
\_\_\_\_\_  
Lisa E. Lazan, Incorporator

CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES,  
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE  
STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN  
DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE  
OF FLORIDA

The name of the Corporation is:

Congregation B'nai Emet, Inc.

The principal place of business is:

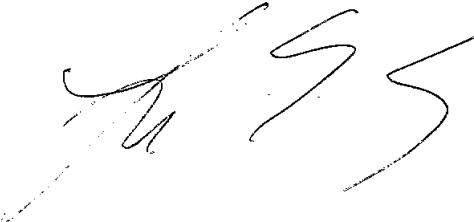
1151 Indian Mound Trail  
Vero Beach, Florida 32963

The name and address of the registered agent and office is:

Lisa E. Lazan  
1151 Indian Mound Trail  
Vero Beach, Florida 32963

*Having been named as registered agent and to accept service of process for the above  
stated corporation at the place designated in this certificate, I hereby accept the  
appointment as registered agent and agree to act in this capacity. I further 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.*

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DIVISION OF CORPORATIONS  
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 7/7/98