

N98000004394



ACCOUNT NO. : 072100000032
REFERENCE : 904099 7160453
AUTHORIZATION :
COST LIMIT : \$ PPD

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 24 AM 9:35

ORDER DATE : July 24, 1998
ORDER TIME : 2:41 PM
ORDER NO. : 904099-005
CUSTOMER NO: 7160453

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-07/27/98--01001--007
*****70.00 *****70.00

CUSTOMER: Ms. Penny Marlin
THE FOUNDATION OF THE JEWISH
FEDERATION OF PALM BEACH CTY.
4601 Community Drive
West Palm Beach, FL 33417-2670

DOMESTIC FILING

NAME: THE JOAN F. & SIDNEY S. FABER
FOUNDATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

509-2589
W98-110970
167-509-2589

EXAMINER'S INITIALS:

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8/30/98

DIVISION OF CORPORATIONS
98 JUL 24 PM 3:22



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 24 AM 9:35

July 29, 1998

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: THE JOAN F. & SIDNEY S. FABER FOUNDATION, INC.
Ref. Number: W98000016970

We have received your document for THE JOAN F. & SIDNEY S. FABER FOUNDATION, INC.. However, the document has not been filed and is being returned for the following:

You failed to make the correction(s) requested in our previous letter.

The name of the entity must be identical throughout the document.

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) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 898A00039827

RECEIVED
98 JUL 29 PM 4:12
DIVISION OF CORPORATIONS

RESUBMIT

Please give original submission date as file date.

Please call Tamara if problems/questions. Thank you.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 24 AM 9:35

July 27, 1998

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: THE JOAN F. & SIDNEY S. FABER FOUNDATION, INC.
Ref. Number: W98000016970

We have received your document for THE JOAN F. & SIDNEY S. FABER FOUNDATION, INC.. However, the document has not been filed and is being returned for the following:

The name of the entity must be identical throughout the document.

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) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 298A00039422

RESUBMIT
Please give original
submission date as file date.

DIVISION OF CORPORATIONS

98 JUL 28 PM 3:21

RECEIVED

**ARTICLES OF INCORPORATION OF
THE JOAN F. & SIDNEY S. FABER FOUNDATION, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 24 AM 9:36

The undersigned, desiring to form a Charitable Corporation pursuant to Chapter 617 of the Florida Statutes (Corporation Not for Profit) hereby certify:

FIRST: The name of the Corporation shall be THE JOAN F. & SIDNEY S. FABER FOUNDATION, INC.

SECOND: The place in this state where the principal office of the Corporation is to be located is 4601 Community Drive, West Palm Beach, Florida 33417.

THIRD: This Corporation is organized and shall be operated exclusively for charitable and educational purposes, be they religious or non-secular, by making distributions which exclusively benefit or carry out the charitable educational and religious purposes of the Jewish Federation of Palm Beach County (The "Federation") so long as the Federation and all distributees are organized, and at all times operated, as organizations described in Section 509(a)(1) or (a)(2) of the Internal Revenue Code of 1954.

FOURTH: The term of the Corporation shall be perpetual.

FIFTH: The members of the Corporation may be individuals, corporations, associations and other organizations (collectively the "Members"). The membership of the Corporation shall be divided into two classes of Members, to be designated as Public and Donor Members. The Public Member shall be the organization specified in Article THIRD above. The Donor Member shall be **Sidney Faber** and such additional persons and their successors as the Donor Member shall from time to time elect to be Donor Members; provided, however, that said Donor Members shall not exceed two in number. Donor Members shall be elected and any vacancy in Donor Membership shall be filled by majority vote of the Donor Members.

Subject to the foregoing, admission to and termination of membership shall be governed by the By-Laws of the Corporation.

SIXTH: The names and residences of the Subscribers to these Articles of Incorporation are as follows:

<u>Name</u>	<u>Address</u>
Penny Marlin, Foundation Director	4601 Community Drive West Palm Beach, FL 33417

SEVENTH: Except as otherwise provided by law, these Articles of Incorporation, or the By-Laws of the Corporation, all of the authority of the Corporation shall be exercised by a Board of Trustees. The Board of Trustees shall be elected at the Annual Meeting of Members. The initial number of Trustees shall be three (3). A majority of Trustees shall be at all times consist of persons who are elected by the Public Member. The names and addresses of the persons who are to be the initial Trustees of the Corporation who shall hold office until their successors are elected and have qualified or until removed are as follows:

Sidney Faber	131 Par Drive Royal Palm Beach, FL 33411
Penny Marlin	4601 Community Drive West Palm Beach, FL 33417
Adele Simon	1883 Indian Rd. West Palm Beach, Fla. 33406

EIGHTH: The principal Officers of the Corporation shall be a President, one Vice President, and a Secretary-Treasurer who shall be elected from time to time in the manner set forth in the By-Laws adopted by the Corporation.

The names of the Officers who are to serve until the first election of Officers, pursuant to the By-Laws, are as follows:

President	Sidney Faber
Vice President	Adele Simon
Secretary-Treasurer	Penny Marlin

NINTH: The By-Laws of the Corporation shall initially be made and adopted by the Corporation's first Board of Trustees. Thereafter, the By-Laws may be amended, altered, supplemented, modified or repealed in accordance with the relevant provisions concerning amendment, alteration, supplementation, modification or repeal as may be contained in said By-Laws.

TENTH: Amendments to these Articles of Incorporation may be proposed by any Member or Trustee, and shall be adopted by (a) the written assent thereto of eighty percent (80%) of the Members of this Corporation, or (b) approval of fifty percent (50%) or more of the voting Members of each class of Members at a meeting called for that purposes or at any Annual Meeting of the Members. Said amendment(s) shall be effective when a copy thereof, together with an attached certificate of its approval by the membership, sealed with the corporate seal, signed by the Secretary and executed and acknowledged by the President or Vice President, has been filed with the Department of State, approved by it, and all filing fees paid.

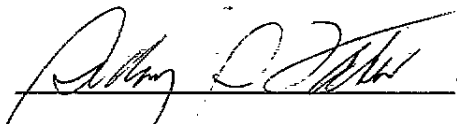
ELEVENTH: No Part of the net earnings of the Corporation shall inure to the benefit of or be distributable to any private individual, but the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in Article THIRD thereof. It is intended that this Corporation shall have and continue to have the status of a corporation which is exempt from federal income taxation under Section 501(c)(3) of the Internal revenue Code of 1954 and which is other than a

private foundation as defined in Section 509 of the Internal Revenue Code of 1954 because of its relationship with the Federation, and these Articles shall be construed accordingly and all powers and activities hereunder shall be limited accordingly.

TWELFTH: Any reference in these Articles of Incorporation to a section of the Internal Revenue Code of 1954 shall be interpreted to include reference to the corresponding provisions of any applicable future Internal Revenue Law.

THIRTEENTH: In the event of dissolution of the Corporation, the Board of Trustees shall, after paying or making provision for the payment or all of the liabilities of the Corporation, distribute all assets of the Corporation to such organization(s) as the majority of the Board of Trustees shall designate, provided that any such organization is at such time a qualified organization., An organization shall be deemed to be a "qualified organization" for purposes of this Article THIRTEENTH only if at the time of the distribution of such assets it is operated exclusively for the purposes described in Section 1780 (c) (2) (B) of the Internal Revenue Code of 1954 and is described in Section 509 (a) (1) (2) thereof. Any of such assets not so distributed shall be distributed by the Circuit Court of the County in which the principal office of the Corporation is at the time located, exclusively for the purposes of the Corporation or to such qualified organization or organizations as said Court shall determine.

IN WITNESS WHEREOF, the subscribers hereto have hereunto affixed their signatures, on the date set forth opposite their respective signatures.

Dated: July 14, 1998  (Seal)

STATE OF FLORIDA)
)
COUNTY OF PALM BEACH) ss.:

I hereby certify that on this day before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared **Sidney Faber** who after being by me duly sworn, acknowledged that he executed the foregoing Articles of Incorporation for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the County and State last aforesaid this 14th day of July 1998.



LOIS SHEVACK
COMMISSION # CC 587951
EXPIRES JUN 26, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.

Lois Shevack
Notary Public State of Florida at Large

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 24 AM 9:36

My Commission expires: 6/26/00

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida statutes, the following is submitted, in compliance therewith:

That THE JOAN F. & SIDNEY S. FABER FOUNDATION, INC., a non-profit corporation desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, in the City of Palm Beach, County of Palm Beach, State of Florida, has named Eugene Philips located at 4601 Community Drive, West Palm Beach, Fla. 33417, County of Palm Beach, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated non-profit corporation, at the 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.

By *Eugene Philips*
(Resident Agent)