

✓ 99000004237

TRANSMITTAL LETTER

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

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-07/08/99--01066--005
*****122.50 *****78.75

SUBJECT: SCHOLARSHIP FUND FOR ETHIOPIAN JEWS, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☒ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: James Newsome - Intercounty Clearance Corp.
Name (Printed or typed)

810 Bear Tavern Road - Suite 307

Address

West Trenton, NJ 08628

City, State & Zip

(609) 406-1124

Daytime Telephone number

FILED
99 JUL -8 AM 9:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation shall be:

Scholarship Fund For Ethiopian Jews, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

c/o Sidney Haifetz
4740 South Ocean Blvd., PH2
Highland Beach, Florida 33487

ARTICLE III PURPOSE(S)

The specific purpose(s) for which the corporation is organized is(are):

See attached Rider to Articles of Incorporation

ARTICLE IV MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed is: Initially appointed by the Incorporator and thereafter any vacancies will be filled by the Directors then serving.

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

Sidney Haifetz
4740 South Ocean Blvd., PH2
Highland Beach, Florida 33487

ARTICLE VI INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation are:

Sidney Haifetz
4740 South Ocean Blvd., PH2
Highland Beach, Florida 33487


Signature/Incorporator
Sidney Haifetz

JUNE 16TH 1999
Date

(An additional article must be added if an effective date is requested.)

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.


Signature/Registered Agent
Sidney Haifetz

JUNE 16TH 1999
Date

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TALLAHASSEE, FLORIDA

RIDER TO ARTICLES OF INCORPORATION
OF
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Article III. PURPOSES

A. The corporation is incorporated under the Florida Non for Profit Corporation Act, Chapter 617, Florida Statutes (F.S.) for the following purpose or purposes:

The Corporation is organized and shall be operated exclusively for charitable, scientific and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law, the "Code"). Solely for the above purposes, the Corporation is empowered to exercise all rights and powers conferred by the Florida Not for Profit Corporation Act, including, without limitation, to provide education to Ethiopians who have emigrated to the State of Israel and their families.

B. No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its directors, officers, or other private persons, except that the 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 Article IIIA. hereof. 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 publishing or distributing of statements) any political campaign on behalf of (or in opposition to) any candidate for public office.

C. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a Corporation exempt from federal income tax under Section 501(c)(3) of the Code, or (b) by a Corporation, contributions to which are

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deductible under Section 170(c)(2) of the Code. It is intended that transfers to the Corporation shall qualify for deduction under Sections 170, 2055 and 2522 of the Code and that the Corporation shall be exempt from Federal income taxation under Section 501(a) of the Code as an organization described in Section 501(c)(3) of the Code which is other than a private foundation by reason of being described in Section 509(a) of the Code. These Articles shall be construed accordingly, and all powers and activities of the Corporation shall be limited accordingly.

D. In the event the Corporation is determined to be a private foundation within the meaning of Section 509 of the Code, then during such period: (i) 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 Code, (ii) the Corporation shall not engage in any act of self-dealing, as defined in Section 4941(d) of the Code, (iii) the Corporation shall not retain any holdings in a business enterprise for a period of time or in such manner as to subject it to tax under Section 4943(c) of the Code, (iv) the Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Code, and (v) the Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Code.

E. Upon the dissolution of the Corporation, the directors and officers shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation to one or more organizations organized and operated exclusively for charitable, scientific, or educational purposes as shall qualify as an exempt organization or organizations under Section 501(c)(3) of the code, as the directors and officers may determine, provided that any such organization is and shall have been for sixty (60) calendar months prior to any such distribution, described in Section 170(b)(1)(A) of the Code (other than in clauses (vii) and (viii) of such Section). Any such assets not so disposed of shall be disposed of by the court of common pleas of the county in which the principal office of the Corporation is then located, exclusively for such purpose, or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.