

N99000005018

Rabbi Marc Benarroch  
Rabbi Marc Benarroch, Inc.  
17720, N. Bay Road, PHA  
Miami Beach, FL.33160  
Tel.305 931-4161

FILED  
99 AUG 23 PM 6:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

August 11, 1999

Jim Smith, Secretary of State  
Division of Corporations  
P.O.Box 6327  
Tallahassee, Florida 32314

700002928217--8  
-07/12/99-01053-003  
\*\*\*\*131.25 \*\*\*\*\*87.50

RE; Rabbi Marc Benarroch, Inc. (comp.corp-rab)  
None Profit Organization  
17720 N. Bay Road  
Miami Beach, FL.33160

**EFFECTIVE DATE**  
8-16-99

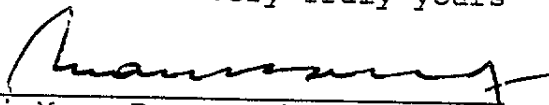
Gentlemen;

Pursuant to our recent conversation regarding the above captioned matter, I am returning this file duly corrected.

I would appreciate to return to me a copy duly stamped, and the Certificate of the foresaid corporation.

Thank you for your cooperation.

Very Truly yours

  
Rabbi Marc Benarroch, President

189,625,3551,3550

W99-16481

Rabbi Marc Benarroch GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT Ellie Dotte  
DATE 8/23/99  
EXAM Dee Brown

D. BROWN AUG 23 1999



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

July 16, 1999

RABI MARC BENARROCH  
17720 N. BAY ROAD, PHA  
MIAMI BEACH, FL 33160

SUBJECT: RABBI MARC BENARROCH, INC.  
Ref. Number: W99000016481

We have received your document for RABBI MARC BENARROCH, INC. and your check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

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) 487-6972.

Doris Brown  
Document Specialist

Letter Number: 399A00036793

## ARTICLES OF INCORPORATION

OF

RABBI MARC BENARROCH, INC.

EFFECTIVE DATE  
8-16-99

FILED  
99 AUG 23 PM 6:01  
SECRETARY OF STATE  
TALLAHASSEE, FL 32311

WE, THE UNDERSIGNED, do hereby associate ourselves together for the purpose of forming a non-profit corporation, under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liabilities, rights and privileges and immunities of corporation for non-profit, certifies that:

## ARTICLE I - NAME

The name of the corporation shall be :

RABBI MARC BENARROCH, INC.

## ARTICLE II - EXISTENCE

This corporation shall have perpetual existance commencing on August 16, 1999.

## ARTICLE III - ADDRESS

This Corporation shall be located and have its principal office at 17720 N. Bay Road, PHA Miami Beach, Florida 33160

## ARTICLE IV - PURPOSE

This corporation is organized for the purpose to wit:

A- Charitable, Educational and all lawful and religious business permitted under the Laws of the United States and of this State.

B- Independent charitable organization, which have voluntarily joined together, including but not limited to a united fund or community chest, for purposes of raising and distributing money for and among themselves and where membership does not confer operating authority and control of the individual agencies upon the federated group organization.

C-This charitable organization which intends to solicit contributions within this state, or have funds solicited on its behalf, shall prior to any solicitation, file a registration statement with the department of state upon forms prescribed by it.

D-Elect or appoint such officers and agents as its affairs shall require and allow them reasonable compensation.

E-Adopt, change, amend and repeal By-laws, not inconsistent with law or its Articles of Incorporation, for the administration of the affairs of the corporation and the exercise of its corporate powers.

F-Increase, by a vote of its members cast as the By-Laws may direct, the number of its directors, managers or trustees so that the number shall not be less than 3 but may be any number in excess thereof.

G-Make donations for the public welfare or for religious, charitable, scientific, educational or other similar purposes.

Receive donations as charitable from members or non members of this Organization.

#### ARTICLE V - TERM

The term of existence of this corporation shall be perpetual.

#### ARTICLE VI Memberships

The membership of this corporation shall be open to all people of all ages interested in perpetuating Sephardic or Ashkenazim culture and tradition.

#### ARTICLE VII - members Incorporators

The names and addresses of the Incorporators of this corporation are as follow :

NAME	ADDRESS
Marc Benarroch	17720, N.Bay Rd.Miami Beach, FL.33160
Mathilde Benarroch	17720, N.Bay Rd.Miami Beach, FL.33160
Joel J. Benarroch	17720, N.Bay Rd.Miami Beach, FL.33160

## ARTICLE VIII

The management of the affairs of this corporation shall be vested in: A Board of Directors comprised of a President, Vice-President, Secretary, treasurer and such other officers, boards and committees as the Constitution and By-Laws of this Corporation may prescribe, or as this corporation may elect in accordance with its needs. The terms of the elected officers shall be for five (5) years, with one member to serve for five years, one for four, one for three, one for two and one for one year, or as specified in the Constitution and By-laws of the corporation.

## ARTICLE IX

The names of the officers who are to manage the affairs of the corporation until the first meeting and election under this Chapter are as follows :

President	: RABBI Marc Benarroch
Vice-President	: Mathilde Benarroch
Officer	: Joel J. Benarroch
Secretary/Treasurer	: Mathilde Benarroch

## ARTICLE X

The territory in which the corporation's operations are principally to be conducted is the United States of America: the corporation also may conduct operations in foreign countries: subject, however, to the laws of its state of incorporation.

## ARTICLE XI

Amendments of these Articles of Incorporation or By-Laws of the corporation may be made at any meeting of this corporation: provided, that such amendments are approved by a majority of the voting members present and voting at such meeting.

## ARTICLE XII

The corporation shall neither have nor exercise any power, nor shall it directly or indirectly engage in any activity, that would (1) prevent it from obtaining exemption from Federal Income Taxation as a corporation described in Section 501 (c)(3) of the Internal Revenue Code of 1954: or (2) cause it to lose such exempt status.

## ARTICLE XIII

The amount of the yearly dues payable by the members shall be such amount as may be determined from time to time by the Board of Directors.

## ARTICLE XIV

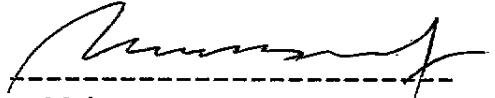
The initial address of the registered office of this corporation is: 17720 N. BAY ROAD, PHA  
Miami Beach, Florida 33139  
and the name of the initial registered agent of this corporation at that address is:

Rabbi Marc Benarroch

## ARTICLE XV

The Resident Agent to accept service of process within this State for said corporation shall have be RABBI SHIMON DUDAI, LOCATED 1719 Lenox Avenue, Miami Beach, Florida 33139.

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

  
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Rabbi Marc Benarroch, Agent

IN WITNESS WHEREOF, We the incorporators, have hereunto set our hands and seals this ~~Eleven~~ day of August 1999

  
RABBI MARC BENARROCH SEAL

  
MATHILDE BENARROCH SEAL

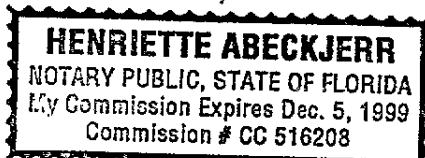
  
JOEL BENARROCH SEAL

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STATE OF FLORIDA )  
 ) SS  
COUNTY OF DADE )

BEFORE ME, the undersigned authority, personally appeared Rabbi Marc Benarroch, to me well known and known to me to be the individual described herein and who executed the foregoing Articles of Incorporation and acknowledged before me that they were executed for the purposes therein expressed.

WITNESS my hand and official seal in the County and State named above, this 11 day of August 1999.



*Henriette Abeckjerr*  
Notary Public, State of Florida

CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

Rabbi Marc Benarroch, Inc.

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

*Marc Benarroch*  
Rabbi Marc Benarroch  
17720, N. Bay Road, PHA  
Miami Beach, FL.33160

FILED  
AUG 23 PM 6:01  
99  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA )  
 ) SS  
COUNTRY OF DADE )

WITNESS my hand and seal this 11 day of August 1999

Herminia Alcega  
Notary Public

STATE OF FLORIDA )  
 ) SS  
COUNTY OF DADE )

WITNESS my hand and seal this 1st 11 day of August 1999

Notary Public



BEFORE ME, the undersigned authority, personally appeared Joel J. Benarroch, to me known to be the person described in and who executed the foregoing Articles of Incorporation for the uses and purposes therein expressed.

WITNESS my hand and seal this 11 day of August 1999

(Re. CORP-RAB)

Penelope Alvarez  
Notary Public

