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-FILED-

File No.: 6474870

Date Filed: 11/22/2024

ARTICLES OF INCORPORATION OF NESHAMA NETWORKS

I

The name of this Corporation is Neshama Networks.

II

- A. This Corporation is a nonprofit Public Benefit Corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for charitable purposes.
- B. The specific purpose of this Corporation is to strengthen communities in Israel and Jewish communities worldwide by directly supporting charitable, educational, and community-building initiatives; aiding other organizations whose activities and values align with our goals and engaging in all charitable activities permissible under the Not-For-Profit Corporation Law as a charitable corporation. Through advancing impactful programs and fostering meaningful dialogue, we strive to promote growth, resilience, and unity, inspiring individuals to build a more connected and compassionate society.

III

The name and address of the initial agent for service of process in the State of California is:

Harel Omer
597 Barron Ave
Palo Alto, CA 94306

IV

The Business entity street address and mailing address is:

597 Barron Ave
Palo Alto, CA 94306

V

A. This Corporation is organized and operated exclusively for charitable purposes within the meaning of 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.

B. No substantial part of the activities of this Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation and the corporation shall not participate

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or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

VI

A. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization 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 the purpose clause hereof. Notwithstanding any other provisions of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future tax code, or b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

B. The property of this Corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this organization shall inure to the benefit of any private person(s). Upon the dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation, shall be distributed to one or more nonprofit funds, foundations, or corporations which are organized and operated exclusively for charitable purposes and which has established its tax exempt status under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Superior Court of the county in which the principal office of the organization is then located, exclusively for charitable purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

C. In any taxable year in which the corporation is a private foundation as described in section 509 (a) of the Internal Revenue Code of 1986, the corporation shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Code and The corporation shall not (a) engage in any act of self-dealing as defined in Section 4941(d) of the Code (b) retain any excess business holdings as defined in Section 4943(c) of the Code(c) make any investments in such manner as to subject the corporation to tax under section 4944 of the Code or (d) make any taxable expenditures as defined in section 4945(d) of the Code or corresponding provisions of any subsequent Federal tax laws.

Dated: November 20, 2024



Harel Omer, Incorporator