

EXHIBIT 1

BARED AND ASSOCIATES, PA

201 ALHAMBRA CIRCLE, SUITE 601
CORAL GABLES, FL. 33134
(305) 666-6010
PBARED@BAREDLAW.COM

 **ORIGINAL**

March 11, 2019

Alachua County Procurement Division
3rd Floor
County Administration Bldg.
12 SE 1st Street
Gainesville, FL 32601-6983

RE: 19-913: Notice of Intent to Accept Application For Conveyance, Lease, Partnership, or Management of Camp McConnell

On behalf Friendship Circle, attached please find Letter of Interest / Applicant: Friendship Circle of North Broward and South Palm Beach, Inc. {"Friendship Circle"} A 501 C3 Not For Profit Corporation with Buyer Friendship Circle selecting Scenario#2 Purchase of Existing Property "AS IS" with long term business plan to promote public or community interest.

As to page 6, Notice of Intent to Accept Applications; Friendship Circle agrees and confirms compliance with 10.2.7, 10.2.8, 10.2.9, 10.2.10, 10.2.10.1, and 10.2. 10.2.

Also enclosed are the Certificate of Incorporation, IRS 501C3 ID number and Member Rabbi Zalman Fellig Proof of Funds.

Should you have any questions on the attached, please feel free to contact me.

Very truly yours,


PABLO R. BARED, ESQ.

PRB/amg

Enclosures

cc: Mr. Zalman Fellig

LETTER OF INTEREST

To: Alachua County Board of County of Commissioners (Board) Procurement Division, Darryl R. Knight, and Procurement Supervisor.

"19-913: Notice of Intent to Accept Applications for Conveyance, Lease, Partnership or Management of Camp McConnell"

Buyer/Applicant Friendship Circle submits the below for Scenario #2 in Application Submission.

Scenario #2: Purchase of Existing Property "AS- IS, WHERE IS" with long term business plan to promote public or community interest.

Applicant/Buyer is Friendship Circle of North Broward and South Palm Beach, Inc. ("Friendship Circle") a Florida 501 (c) (3) not for Profit Corporation, Employer ID Number: 26-2025179.

The source of funding for the Purchase and Remodeling of Camp McConnell are coming from Rabbi Zalman Fellig, personal funds and attached is Proof of Funds letter from Northern Trust Bank.

In the event Friendship Circle is selected as Buyer, then Rabbi Zalman Fellig will deposit the below Purchase and Remodeling monies into Friendship Circle.

We are honored to come forth on behalf of Friendship Circle of North Broward and South Palm Beach Inc. A copy of the Articles of Incorporation and our status of 501 (c) (3) enclosed and we hereby make an offer to purchase the property known as Camp McConnell for **\$770,000.00**.

Our plan is to remodel and upgrade the entire property with earmark invest of **\$550,000.00-\$1,000,000.00**, into Camp McConnell. Enclosed you will find a letter from my bank indicating the availability of the funds.

We are planning to have a Camp in the summer, full retreats during the year and a Camp for Special needs Children which is quite needed in the State of Florida.

We are ready to accept the property "AS-IS, WHERE IS"


We also agree and confirm page 6, of "Notice of Intent to Accept Applications" 10.2.7, 10.2.10.1 and 10.2.10.2.

As to 10.2.6. Alachua County residents will receive a 20% discount in all Camp Fees.

We will submit the full insurance for the property etc..., at the appropriate time when our offer hopefully will be accepted.

Friendship Circle of North Broward and South Palm Beach Inc.

By:


Yaakov Biston, President
7170 Loxahchee Road
Parkland, FL 33067

Member


S. Zalman Fellig
4444 Pine Tree Drive
Miami Beach, FL 33140
305-812-7945
E-mail: ZalmanFellig@gmail.com

ZALMAN FELLIG
305-538-1117 T
305-538-2973 F
P4386@AOL.COM



NORTHERN
TRUST

 ORIGINAL

3/8/19

RE: Verification of Funds for S. Zalman Fellig

To Whom it May Concern:

This is to verify that S. Zalman Fellig, Director of Goldwater Realty, is a valued client of Northern Trust Company, and currently maintains available liquid funds with us of at least \$2,000,000.

Should you have any questions, please feel free to contact me at 305 789-1191 or by email at gjw2@ntrs.com.

Sincerely,



Greg Werra
Vice President, Private Banking
Northern Trust Company

 ORIGINAL



From: Zalman Fellig zalmanfellig@gmail.com

Subject: Camp McConnell

Date: January 22, 2019 at 8:22 PM

To: Gina Peebles gpeebles@alachuacounty.us

Cc: mwheeler@alachuacounty.us, kcornell@alachuacounty.us, cschestnut@alachuacounty.us, rhutchinson@alachuacounty.us, Latoya T. Gainey lgainey@alachuacounty.us

Good evening Gina Peebles,

It was a pleasure speaking to you today and thank you for your time and information regarding the property known as Camp McConnell. As I mentioned to you on the phone, I have been pursuing this property since December, 2017 with Charlie Houser.

The report from David W. Moritz of the Environmental Protection Advisory Committee, dated October 23rd, 2018 indicates clearly, I quote "**For this reason, it might be difficult for the County to find an organization interested in purchasing the camp whose primary goal is to maintain the use of the land as a camp, which we feel would be the best use for Camp McConnell, if it is at all possible**"

As a parent of many children, and my eleventh child being a special needs beautiful boy Thank G-D, I know the amazing things that a summer camp experience can accomplish and we are willing and able to make the above "quote" a reality.

Having gone to overnight camp since I am seven, I can say I waited all year long for the next summer to arrive. A place where your son/daughter can develop new friendships and experience interpersonal relationships with their peers.

We had prayer time, sports, swimming and there was a place for everyone no matter what background one came from. In addition, having a few bunks of special needs children integrated, taught us to love and accept all kinds of people. In camp we are all equal and spend quality time there to grow into young adults through a fun summer safe environment. The feeling of what we learned in camp stayed with us forever.

Therefore, I feel we would make an excellent match for this property.

Rabbi Yosef Biston the Director, has been involved with running of camps since the 70's. We are a Non Profit Organization and work with the needy.

We are funded and able to make the purchase asap.

Please let us know what steps to take in order to execute the purchase of the property and restore and beautify the grounds and improvements. We are confident that Alachua County will be proud of the use and the surrounding precious environment.

Should you have any questions, please feel free reach out to me on my cell 305 812 7945.

Sincerely,

Rabbi Zalman Fellig



ORIGINAL

FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 19, 2008

AVROHORN N. ROTH
1110 NE 170TH STREET
NORTH MIAMI BEACH, FL 33162

The Articles of Incorporation for FRIENDSHIP CIRCLE OF NORTH BROWARD AND SOUTH PALM BEACH, INC. were filed on February 18, 2008 and assigned document number P08000017842. Please refer to this number whenever corresponding with this office regarding the above corporation. The certification you requested is enclosed.

PLEASE NOTE: Compliance with the following procedures is essential to maintaining your corporate status. Failure to do so may result in dissolution of your corporation.

A corporation annual report must be filed with this office between January 1 and May 1 of each year beginning with the calendar year following the year of the filing/effective date noted above and each year thereafter. Failure to file the annual report on time may result in administrative dissolution of your corporation.

A federal employer identification (FEI) number must be shown on the annual report form prior to its filing with this office. Contact the Internal Revenue Service to insure that you receive the FEI number in time to file the annual report. To obtain a FEI number, contact the IRS at 1-800-829-4933 and request form SS-4 or by going to their website at www.irs.ustreas.gov.

Should your corporate mailing address change, you must notify this office in writing, to insure important mailings such as the annual report notices reach you.

Should you have any questions regarding corporations, please contact this office at (850) 245-6934.

Loria Poole, Regulatory Specialist II
New Filing Section

Letter Number: 708A00010514

State of Florida

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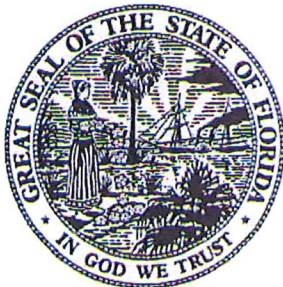


Department of State

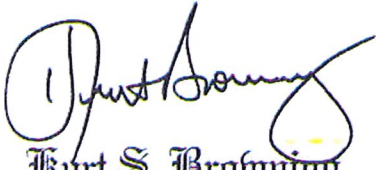
I certify the attached is a true and correct copy of the Articles of Incorporation of FRIENDSHIP CIRCLE OF NORTH BROWARD AND SOUTH PALM BEACH, INC., a Florida corporation, filed on February 18, 2008, as shown by the records of this office.

The document number of this corporation is P08000017842.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
Nineteenth day of February, 2008



CR2EO22 (01-07)


Kurt S. Brotoning
Secretary of State

ARTICLES OF INCORPORATION
In Compliance with Chapter 617, F.S., (Not for Profit)

 **ORIGINAL**

ARTICLE I NAME

The name of the corporation shall be:

Friendship Circle of North Broward and South Palm Beach, Inc.

ARTICLE II PRINCIPAL OFFICE

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

7170 Loxahatchee Rd., Parkland, FL 33067

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

SEE ATTACHMENT

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

As described in the by-laws.

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

List name(s), address(es) and specific title(s):

Yaacov Biston, 7525 NW 61st Terrace # 1504, Parkland, FL 33067, Director

Zalman Duchman, 9455 Collins Ave #605, Surfside, FL 33154, Director

Yosef Y Raichik, 10655 El Clair Ranch Rd., Boynton Beach, FL 33437, Director

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The **name and Florida street address** (P.O. Box NOT acceptable) of the registered agent is:

Yaacov Biston, 7525 NW 61st Terrace # 1504, Parkland, FL 33067, Director

ARTICLE VII INCORPORATOR

The **name and address** of the Incorporator is:

Yaacov Biston, 7525 NW 61st Terrace # 1504, Parkland, FL 33067, Director

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2008 FEB 18 PM 1:48

FILED

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



Signature/Registered Agent

2/10/2008

Date



Signature/Incorporator

2/10/2008

Date

Attachment to Articles of Incorporation of Friendship Circle of North Broward and South Palm Beach, Inc.

Article III – PURPOSE

Said Organization is organized exclusively for charitable, religious, educational and scientific purposes, 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.

No part of the net earnings of the Corporation shall inure to the benefit of any member, trustee, director, officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation), and no member, trustee, officer of the corporation or any private individual shall be entitled to share in the distribution of any of the corporation assets on dissolution of the corporation.

No substantial part of the activities of the Corporation shall be the carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by IRC §501(h)), and the 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.

In the event of dissolution, all of the remaining assets and property of the corporation shall, after necessary expenses thereof, be distributed to another organization exempt under IRC §501(c)(3), or corresponding provisions of any subsequent Federal tax laws, or to Federal government, or state or local government for a public purpose, subject to the approval of a Justice of the Supreme Court of the State of Florida.

 ORIGINAL

INTERNAL REVENUE SERVICE
P. O. BOX 2508
CINCINNATI, OH 45201

DEPARTMENT OF THE TREASURY

Date: MAY 22 2014

FRIENDSHIP CIRCLE OF NORTH BROWARD
AND SOUTH PALM BEACH INC
C/O YAACOV BISTON
7170 LOXAHACHEE ROAD
PARKLAND, FL 33067

Employer Identification Number:

26-2025179

DLN:

17053073330043

Contact Person:

MS K WILMER

ID# 52405

Contact Telephone Number:

(877) 829-5500

Accounting Period Ending:

December 31

Public Charity Status:

170(b)(1)(A)(vi)

Form 990 Required:

Yes

Effective Date of Exemption:

May 15, 2011

Contribution Deductibility:

Yes

Addendum Applies:

Yes

Dear Applicant:

We are pleased to inform you that upon review of your application for tax exempt status we have determined that you are exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code. Contributions to you are deductible under section 170 of the Code. You are also qualified to receive tax deductible bequests, devises, transfers or gifts under section 2055, 2106 or 2522 of the Code. Because this letter could help resolve any questions regarding your exempt status, you should keep it in your permanent records.

Organizations exempt under section 501(c)(3) of the Code are further classified as either public charities or private foundations. We determined that you are a public charity under the Code section(s) listed in the heading of this letter.

Please see enclosed Publication 4221-PC, Compliance Guide for 501(c)(3) Public Charities, for some helpful information about your responsibilities as an exempt organization.

Letter 947

 ORIGINAL

-2-

FRIENDSHIP CIRCLE OF NORTH BROWARD

Sincerely,

Tamara Riggs

Director, Exempt Organizations

Enclosure: Publication 4221-PC

Letter 947

 ORIGINAL

Friendship Circle of North Broward and South Palm Beach, Inc.
(Insert Name of Corporation)

**CORPORATE RESOLUTION GRANTING SIGNING AUTHORITY
 AND AUTHORITY TO CONDUCT BUSINESS**

The Board of Directors ("Directors") of Friendship Circle of North Broward and South Palm Beach, Inc., a
(insert name of company)
Florida
(insert state of incorporation) corporation (the "Corporation"), at a duly and properly
 held meeting on the 11 day of March, 2019, did hereby consent to, adopt,
 ratify, confirm and approve the following recitals and resolutions:

WHEREAS, the Corporation is a duly formed, validly existing corporation in good
 standing under the laws of the State of Florida and is authorized to do
 business in the State of Florida; and

WHEREAS, the Corporation desires to grant certain persons the authority to execute
 and enter into contracts and conduct business on behalf of the Corporation.

NOW, THEREFORE, BE IT RESOLVED, that any of the following officers and employees of
 the Corporation listed below are hereby authorized and empowered, acting along, to sign,
 execute and deliver any and all contracts and documents on behalf of the Corporation, and to
 do and take such other actions, including but not limited to the approval and execution of
 contracts, purchase orders, amendments, change orders, invoices, and applications for
 payment, as in his or her judgment may be necessary, appropriate or desirable, in connection
 with or related to any bids, proposals, or contracts to, for or with to Alachua County, a charter

county and political subdivision of the State of Florida:

<u>NAME</u>	<u>TITLE</u>
<u>YAACOV BISTON</u>	<u>DIRECTOR</u>
<u>ZALMAN DUCHMAN</u>	<u>DIRECTOR</u>
<u>YOSEF Y. RALCHIK</u>	<u>DIRECTOR</u>
_____	_____

BE IT RESOLVED THAT, these resolutions shall continue in full force and effect, and may be relied upon by Alachua County, until express written notice of their rescission or modification has been received by the Purchasing Manager of Alachua County. Any revocation, modification or replacement of these resolutions must be accompanied by documentation satisfactory to the Purchasing Manager of Alachua County, establishing the authority for the changes.

IN WITNESS WHEREOF, I have executed my name as Secretary and have hereunto affixed the corporate seal of the above-named Corporation this _____ day of _____, 20____, and do hereby certify that the foregoing is a true record of a resolution duly adopted at a meeting of the Board of Directors of the Corporation and that said meeting was held in accordance with state law and the Bylaws of the Corporation, and that the resolution is now in full force and effect without modification or rescission.

(Corporate Seal)

Secretary of the Corporation

By: 

YAACOV BISTON
(Print Secretary's Name)

Shipping Information:

ORIGIN ID:MPBA (305) 812-7945
ZALMAN FELLIG
MIDLAND TRADING INC
1874 WEST AVE
MIAMI BEACH, FL 33139
UNITED STATES US

SHIP DATE: 11MAR19
ACTWTGT: 1.30 LB
CAD: 6997845/SSF01922

BILL THIRD PARTY

TO DARRYL R KIGHT

**DARRYL R KIGHT
ALACHUA CITY PROCUREMENT DIV.
12 SE 1ST ST
3RD FLOOR COUNTY ADM BLDG
GAINESVILLE FL 32601**

(562) 374-5202

INU:
PO:

DEPT:



FedEx Express



AD L0/0106101610

TUE - 12 MAR 14:00A

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VIEW

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THE

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