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7/22/98

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
PHONE: (305)599-0839

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FAX #: (305)716-0346

NAME: THE SIMPLY JEWISH FELLOWSHIP INC.

AUDIT NUMBER.....H98000013599

DOC TYPE.....FLORIDA NON-PROFIT CORPORATION

CERT. OF STATUS..0 PAGES..... 3

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 28, 1998

FAS-T CORP. AGENTS, INC.

SUBJECT: THE SIMPLY JEWISH FELLOWSHIP
REF: W98000016728

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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

ARTICLE IV THE NUMBER OF DIRECTORS SHOULD BE THREE YOU LIST THREE BUT IT STILL SAY ONE IN THE ARTICLES

If you have any further questions concerning your document, please call (850) 487-6067.

Neysa Culligan
Document Specialist

FAX Aud. #: H98000013599
Letter Number: 198A00038908

**ARTICLES OF INCORPORATION
of
THE SIMPLY JEWISH FELLOWSHIP, INC.**

ARTICLE I

Name

THE SIMPLY JEWISH FELLOWSHIP, INC.

ARTICLE II

Principal place of business and mailing address

**THE SIMPLY JEWISH FELLOWSHIP, INC.
P.O. Box 161084
Miami, FL 33116-1084**

ARTICLE III

Purpose(s)

The purpose of this corporation is a religious non-profit organization.

ARTICLE IV

Manner of election of Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than (3) director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board Directors are:

- Richard (Rami) M. Shapiro - 10305 SW 130 Ct., Miami, FL 33186**
- Deborah Flanigan - 10305 SW 130 Ct., Miami, FL 33186**
- Robert Rachlin - 11120 N. Kendall Dr., Suite 201, Miami, FL 33176**

Prepared by:

**Barreras & Rachlin, C.P.A., P.A., 11120 N. Kendall Dr., #201, Miami, FL 331
(305)270-2040**

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TALLAHASSEE, FLORIDA**

ARTICLE V
Initial registered agent and street address

Richard M. Shapiro
10305 S.W. 130 Ct.
Miami, FL 33186

ARTICLE VI
Incorporator

Richard M. Shapiro
10305 S.W. 130 Ct.
Miami, FL 33186


ARTICLE VII

The corporation shall have perpetual existence and may engage in any and all business permitted under the laws of the State of Florida and the United States.

ARTICLE VIII
Corporate Existence

The corporate existence of the Corporation shall be effective upon filing.

The authorized representative of the incorporator executed the Articles of Incorporation on July 10, 1998.

By: 
Richard M. Shapiro
President

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

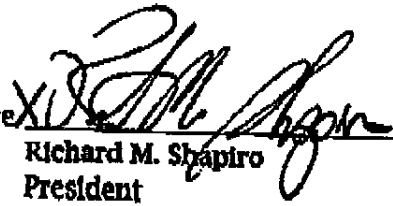
THE SIMPLY JEWISH FELLOWSHIP, INC.

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

**Richard M. Shapiro
10305 S.W. 130 Ct.
Miami, FL 33186**

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TALLAHASSEE, FLORIDA

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

(signature) X 
Richard M. Shapiro
President

(date) X 7/21/98