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Menachem Sheinberger
1545 Coney Island Avenue
Brooklyn, New York 11230
Telephone: 888.588.0886
Fax: 718.677.6228

December 20, 2000

VIA AIRBORNE EXPRESS

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

600003511016--6
-12/21/00--01097--004
*****78.75 *****78.75

Re: Filing of Certificates of Incorporation for Not-for-Profit Corporation

Ladies and Gentlemen:

We desire to incorporate a not-for-profit corporation. Accordingly, accompanying this letter are duplicate originals of the Articles of Incorporation and a \$78.75 money order (representing the filing fee of \$35.00, the registered agent designation of \$35.00 and the fee for the certified copy of the Article of Incorporation), for the following not-for profit corporation:

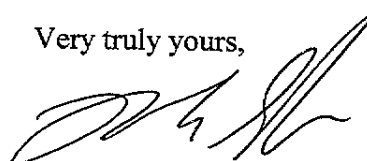
Bais Rebbe Library of Boca Raton Incorporated

Please return the certified copy of the Article of Incorporation and any other documentation generated by your Department to me in the accompanying prepaid overnight courier (Airborne Express) envelope for the above.

Please telephone me if you have any questions or if there are any problems.

E1: GAVE
AUTHORIZATION BY PHONE TO
CORRECT Articles IV
DATE 12-29-00
DOC. EXAM. TD

Very truly yours,


Menachem Sheinberger

FILED
00 DEC 21 PM 2:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Eli

T. Burch DEC 29 2000

FILED

00 DEC 21 PM 2:52

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
BAIS REBBE LIBRARY OF BOCA RATON INCORPORATED
A Florida Not-for-Profit Corporation

In compliance with Chapter 617 of the Florida Statutes:

ARTICLE I: NAME

The name of the corporation shall be Bais Rebbe Library of Boca Raton Incorporated.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the Corporation is 137 E. Palmeto Park Road Boca Raton, FL 33432.

ARTICLE III: PURPOSE

The purpose of the Corporation is to serve as a collector of books, periodicals, video and audio tapes, CDs and other information sources and to disseminate said information sources to members of the local community and the world community on a non-discriminatory basis to promote learning and understanding and to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida.

ARTICLE IV: MANNER OF ELECTION

The manner in which the directors are elected or appointed is **AS STATED IN THE BYLAWS**

ARTICLE V: INITIAL DIRECTORS/OFFICERS

The names and addresses of the initial directors and officers are as follows:

NAME	ADDRESS	POSITION
Mark Sabeane	1750 SW 4 th Ave Boca Raton, FL 33432	Director, President
Debrah Weingarten	10604 Plainview ct Boca Raton, FL 33432	Director, Secretary
David Locke	10801 Baruer ct Boca Raton, FL 33432	Director, Treasurer

ARTICLE VI: INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent is Mark Sabeane 137 E. Palmeto Park Road Boca Raton, FL 33432.

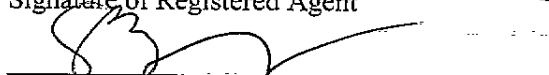
ARTICLE VII: INCORPORATOR

The name and address of the incorporator is Simon Ganz, 1545 Coney Island Avenue, Brooklyn, New York 11230.

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 and agree to act in this capacity.


Signature of Registered Agent

12/17/00
Date


Signature of Incorporator

11/9/00
Date