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FLORIDA NON-PROFIT CORPORATION

Dr. Sheldon and Fern Harr Day School, Inc.

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**ARTICLES OF INCORPORATION
OF
DR. SHELDON AND FERN HARR DAY SCHOOL, INC.
(a Florida Not For Profit corporation)**

The undersigned, acting as Incorporator of the DR. SHELDON AND FERN HARR DAY SCHOOL, INC., a corporation organized under the Florida Not For Profit Corporation Act, hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I

NAME AND ADDRESS

The name of the corporation shall be DR. SHELDON AND FERN HARR DAY SCHOOL, INC. (the "Corporation"). The initial principal office shall be located at 8200 Peters Road, Plantation, Florida 33324, and the mailing address shall be 8200 Peters Road, Plantation, Florida 33324.

ARTICLE II

PURPOSE

The purpose of the Corporation is to own and operate a Jewish day school comprised of preschool through grade 8, and in furtherance thereof, to operate exclusively within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

ARTICLE III

ELECTION OF DIRECTORS

Each Director shall be elected by the Corporation's Voting Members, as more fully set forth in the Corporation's By-Laws. The sole Voting Member as of the date hereof is Temple Kol Ami, Inc.

ARTICLE IV

POWERS

The Corporation shall have the power to acquire, own, maintain and use its assets for the purposes for which it is organized, to raise funds by any legal means for the encouragement of its

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purposes; to acquire, hold, own, use, and dispose of real or personal property in connection with the purposes of the Corporation; to exercise all powers necessary or convenient to the furtherance of the purposes for which the Corporation is organized, and shall have such other powers as are granted to corporations not-for-profit under Florida Statutes and case law.

ARTICLE V
LIMITATIONS

A. No earnings of the Corporation shall inure in whole or in part to the benefit of private individuals or its members, except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes.

B. No substantial part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation.

C. Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and its regulations, as they now exist or as they may hereafter be amended, or by an organization contributions to which are deductible under Section 170(c)(2) of such Code and regulations as they now exist or as they may hereafter be amended.

ARTICLE VI
DISTRIBUTION OF SURPLUS ON LIQUIDATION

Upon the liquidation, dissolution or other discontinuance of the charitable activities and operations of the Corporation, no surplus remaining after payment of the just debts and liabilities of the Corporation shall be distributed to or among the members of the Corporation, but after making provision for the payment of all of the liabilities of the Corporation, the remaining assets shall be distributed, as selected by the Board of Directors, to such other organization or organizations as are exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue law.

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ARTICLE VIIPOLICY AGAINST RACIAL DISCRIMINATION

The Corporation shall admit the students of any race to all the rights, privileges, programs, and activities generally accorded or made available to students at the school operated by the Corporation, and the Corporation shall not discriminate on the basis of race in administration of its educational policies, admissions policies, scholarship and loan programs, and athletic and other self-administered programs.

ARTICLE VIIIINCORPORATOR

The name of the Incorporator of the Corporation is ALAN B. COHN, and the address of said Incorporator is 2021 Tyler Street, Hollywood, Florida 33020.

ARTICLE IXBYLAWS

Bylaws shall be adopted, altered amended or repealed by majority vote of the Board of Directors and as provided in the Bylaws themselves. The Bylaws may contain any provision for the regulation and management of the affairs of the Corporation not inconsistent with Florida law or the Articles of Incorporation.

ARTICLE XREGISTERED OFFICE AND AGENT

The street and mailing address of the registered office of the Corporation is 2021 Tyler Street, Hollywood, Florida 33020, and the name of the registered agent of the Corporation at that address is ALAN B. COHN.

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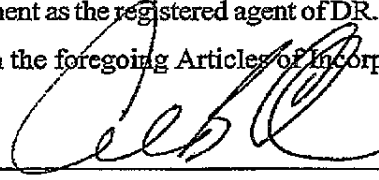
IN WITNESS WHEREOF, the Incorporator has hereunto fixed his signature this 15 day
of March, 2002.



ALAN B. COHN

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I, ALAN B. COHN, hereby accept the appointment as the registered agent of DR. SHELDON
AND FERN HARR DAY SCHOOL, INC. as made in the foregoing Articles of Incorporation.



ALAN B. COHNDated: 3/15/02

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