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November 1, 1999

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LARRY MARKES  
PARALEGAL

OUR FILE NUMBER:  
23789-002

DEPARTMENT OF STATE  
Amendment Section  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

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-11/09/99--01019--015  
\*\*\*\*\*52.50 \*\*\*\*\*52.50

Re: *Kabbalah Learning Center, Inc.*  
Articles of Amendment to Articles of Incorporation

Dear Sir/Madam:

Enclosed are the original Articles of Amendment of Articles of Incorporation of the above-referenced Florida domestic nonprofit organization. I hope they meet with your approval. If so, I enclose the original plus ~~two~~ copies. (Also enclosed is our firm check number 196879 in the amount of \$52.50, the appropriate filing fee for the original and the additional cost of ~~two~~ certified copies.) Please return the certified copies to me in the enclosed self-addressed stamped envelope. (I have enclosed two extra copies just in case. The excess can be discarded.)

We thank you for your courtesy and cooperation in this matter. Please feel free to contact us at your earliest convenience if you have any further questions or comments regarding this corporation.

Very truly yours,

LEWIS, D'AMATO, BRISBOIS & BISGAARD

by Larry Markes, Paralegal,  
Assistant to Dennis R. Kasper

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 NOV 9 PM 2:39

abm  
enclosures

LA99\_1:29298.1

Amend & Name Change  
LFB 11-17-99

**ARTICLES OF AMENDMENT**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

to

99 NOV -9 PM 2:40

**ARTICLES OF INCORPORATION**

of

**KABBALAH LEARNING CENTRE, INC.**

(present name)

*Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.*

**FIRST:** Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED.)

ARTICLE I: please see additional sheet attached.

ARTICLE III: please see additional sheet attached.

ARTICLE IV: please see additional sheet attached.

ARTICLE VI: please see additional sheet attached.

ARTICLE VIII: please see additional sheet attached.

(Articles II, V, VII and IX are unchanged.)

**SECOND:** The date of adoption of the amendment(s) was: July 1, 1999

**THIRD:** Adoption of Amendment (CHECK ONE)

- The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.

**KABBALAH LEARNING CENTRE, INC.**

Corporation Name

*Rachel-Dorit Sarfati*

Signature of Chairman, Vice Chairman, President or other officer

**Rachel-Dorit Sarfati**

Typed or printed name

Secretary

Title

October 29, 1999

Date

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

99 NOV -9 PM 2:40

**ARTICLES OF AMENDMENT TO  
ARTICLES OF INCORPORATION OF  
KABBALAH LEARNING CENTRE, INC.**

(Formerly Kabbalah Learning Centre of Boca Raton, Inc.)

**ARTICLE I:** The first sentence of Article I is amended to read as follows: "The name of this corporation shall be **THE KABBALAH CENTRE OF FLORIDA, INC.**" The second sentence of Article I remains unchanged.

**ARTICLE III:** Article III is rescinded in its entirety and the following new Article III is substituted in its place: "The membership of this corporation shall consist of one class of members as provided for in the Bylaws."

**ARTICLE IV:** Article IV is rescinded in its entirety and the following new Article IV is substituted in its place: "These Articles of Incorporation may not be amended or repealed, except as expressly authorized in advance by the Board of Directors of Kabbalah Centre International in accordance with the Constitution of Kabbalah International. Any amendment or repeal of these Articles shall require a vote of two-thirds (2/3) of the Members."

**ARTICLE VI:** The last sentence of Article VI is deleted. The first four sentences of Article VI remain unchanged. Article VI therefore now reads as follows, in its entirety: "The business of this corporation shall be managed by the Board of Directors. This corporation shall never have fewer than three directors initially. The number of directors may be increased from time-to-time by the Bylaws, but shall never be less than three. The Board of Directors shall be appointed and hold office in accordance with the Bylaws."

**ARTICLE VIII:** Article VIII is rescinded in its entirety and the following new Article VIII is substituted in its place: "The Bylaws of this corporation may not be amended or repealed, except as expressly authorized in advance by the Board of Directors of Kabbalah Centre International in accordance with the Constitution of Kabbalah International. Any amendment or repeal of the Bylaws shall require a vote of two-thirds (2/3) of the Members."