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 FACSIMILE
 (407) 845-0108

July 18, 1996

Department of State
 Division of Corporations
 P.O. Box 6327
 Tallahassee, Florida 32314

Re: Articles of Incorporation of
 FLORIDA JEWISH THEATRE, INC.
 Non-Profit corporation

STUDDED 192725 113
 08/17/96 11:11:37
 ***122.50 ***102.50

Dear Sir/Madam:

Enclosed please find the original and one (1) copy of the subject Articles of Incorporation. Upon filing, please return the certified copy of the Articles to the undersigned.

Our check in the amount of \$122.50 is enclosed in payment of the following fees:

Filing fees	\$ 35.00
Certified copy of Articles	\$ 52.50
Registered Agent Designation	\$ 35.00
	<hr/>
	\$122.50

Your prompt assistance in this matter is greatly appreciated.

Very truly yours,



Andrew Jacobson

a:\secinc.ltr
 enclosures

FILED
 96 AUG 15 AM 11:37
 TALLAHASSEE, FLORIDA

AL AUG 19 1996

ARTICLES OF INCORPORATION
OF
FLORIDA JEWISH THEATRE, INC.
(A Corporation Not For Profit)

FILED
96 AUG 15 AM 11:37
TALLAHASSEE, FLORIDA

ARTICLE I

We, Alan Jacobson and Melissa Boher Jacobson, whose address is 3341 Pine Hill Trail, Palm Beach Gardens, Florida 33418, and Andrew M. Jacobson, whose address is 12700 Whitey Street, Wellington, Florida 33414, all being at least eighteen (18) years of age, are hereby forming a non-stock not-for-profit corporation under and by virtue of Chapter 617 of the Florida Statutes.

ARTICLE II

The name of the Corporation (which is hereafter called the "Corporation") is **FLORIDA JEWISH THEATRE, INC.**

The address of the initial principal office of the Corporation in this State is 224 Datura Street, Suite 409, West Palm Beach, Florida 33401.

The name and address of the Registered Agent of the Corporation in this state is Alan Jacobson, 3341 Pine Hill Trail, Palm Beach Gardens, Florida 33418. Said Registered Agent is an individual actually residing in this State.

The names and addresses of the Incorporators are as follows:

Alan Jacobson and Melissa Boher Jacobson, both of 3341 Pine Hill Trail, Palm Beach Gardens, Florida 33418, and Andrew M. Jacobson, of 12700 Whitey Street, Wellington, Florida 33414.

ARTICLE III

The purposes for which the Corporation is formed are:

The Corporation is organized and shall be operated exclusively for charitable or educational purposes by conducting or supporting activities related to the presentation of theatrical productions. Solely for the above purposes, the Corporation is empowered to exercise all rights and powers conferred by the laws of the State of Florida upon non-profit corporations, including, but without limitation hereon, to receive gifts, devises, bequests and contributions in any form, and to use, apply, invest and reinvest the principal and/or income therefrom or distribute the same for the above purposes.

ARTICLE IV

No part of the net earnings of the Corporation shall inure to the benefit of or be distributed to the Corporation's Board of Trustees or officers or to any private individuals, but the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of valid written agreements and for the purposes set forth in ARTICLE III hereof.

ARTICLE V

It is intended that this Corporation shall have the status of a corporation which is exempt from federal income taxation under Section 501(a) of the Code as an organization described in Section 501(c)(3) of the Code and which is other than a private foundation by reason of being described in Section 509(a)(3) of the Code. These Articles of Incorporation shall be construed accordingly, and all powers and activities of the Corporation shall be limited accordingly. The Corporation shall not carry on propaganda or otherwise attempt to influence legislation to such extent as would result in loss of its exemption from federal income tax under 501(c)(3) of the Code. Nor shall any activity of the Corporation consist of participating in or intervening in (including the publishing or distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE VI

The Corporation is not organized for profit; it shall have no capital stock and shall not be authorized to issue capital stock.

ARTICLE VII

The Corporation may have members, the qualifications for membership being enumerated in the By-Laws of the Corporation.

ARTICLE VIII

Upon the dissolution of the Corporation, the Board of Trustees shall, after paying or making provisions for the payment of all of the liabilities of the Corporation, distribute all of the assets of the Corporation exclusively for charitable or educational purposes to the organizations approved by the Corporation. In the event any of such assets are not so distributed, the Board of Trustees shall petition the State court having jurisdiction with respect to the Corporation, and request

such court to distribute such assets exclusively for the aforesaid purposes of the Corporation or to such organizations as said court shall determine.

ARTICLE IX

The persons who shall initially serve the Corporation as Trustees for a period of three (3) years or until their successors are duly chosen and qualified pursuant to methods outlined in the Bylaws of the Corporation are as follows:

ALAN JACOBSON

3341 Pine Hill Trail, Palm Beach Gardens, Fl. 33418

MELISSA BOHER JACOBSON

3341 Pine Hill Trail, Palm Beach Gardens, Fl. 33418

ANDREW M. JACOBSON

12700 Whitby Street, Wellington, Fl. 33414

ARTICLE X

The affirmative vote of a majority of the Board of Directors at any annual or special meeting of the Board of Directors shall be required to adopt or approve the following actions:

1. Liquidation or dissolution of the Corporation.
2. Merger, consolidation or transfer of substantially all the assets of the Corporation.
3. Repeal, modification, amendment, in whole or in part, or addition to the Articles of Incorporation or By-Laws of the Corporation or adoption of new Articles of Incorporation or By-Laws.

The notice of the meeting at which any such action is to be considered shall set forth the subject of the action or actions to be approved.

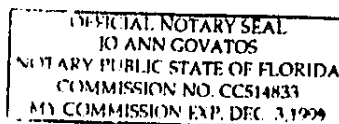
ARTICLE XI

All references in these Articles of Incorporation to sections of the Internal Revenue Code shall be considered references to the Internal Revenue Code of 1954, as from time to time amended, and to the corresponding provisions of any similar law subsequently enacted.

STATE OF FLORIDA
COUNTY OF PALM BEACH

I hereby certify that on this 17th day of July, 1996, before me, a notary public in the State and County aforesaid, personally appeared ANDREW M. JACOBSON, who is personally known to me or produced Fla. Drivers License as identification, and acknowledged the foregoing Articles of Incorporation to be his act and deed.

Jo Ann Govatos
Notary Public



**ACKNOWLEDGEMENT AND ACCEPTANCE OF
REGISTERED AGENT**

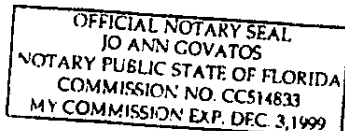
I, ALAN JACOBSON, hereby certify that I am familiar with and accept the duties and responsibilities as registered agent for the above corporation.

Alan Jacobson
Registered Agent

STATE OF FLORIDA
COUNTY OF PALM BEACH

I hereby certify that on this 17th day of July, 1996, before me, a notary public in the State and County aforesaid, personally appeared ALAN JACOBSON, who is personally known to me or produced Fla. Drivers License as identification, and acknowledges the foregoing to be his act and deed.

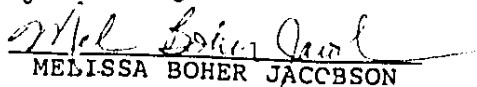
Jo Ann Govatos
Notary Public

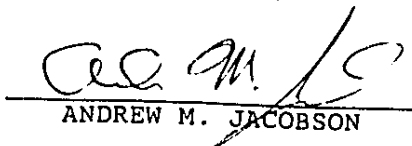


FILED
96 AUG 15 AM 11:37
NOTARY PUBLIC STATE
PALM BEACH, FLORIDA

IN WITNESS WHEREOF, we have executed these Articles of
Incorporation this 17 day of July, 1996 and acknowledged same to
be our act.


ALAN JACOBSON


MELISSA BOHER JACOBSON


ANDREW M. JACOBSON

FILED
96 AUG 15 AM 11:37
NOTARY PUBLIC STATE
PALM BEACH, FLORIDA

STATE OF FLORIDA
COUNTY OF PALM BEACH

I hereby certify that on this 17th day of July, 1996, before me, a
notary public in the State and County aforesaid, personally
appeared ALAN JACOBSON, who is personally known to me or produced
Fla Drivers License as identification, and acknowledged the
foregoing Articles of Incorporation to be his act and deed.


Notary Public

OFFICIAL NOTARY SEAL
JO ANN GOVATOS
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC514833
MY COMMISSION EXP. DEC. 3, 1999

STATE OF FLORIDA
COUNTY OF PALM BEACH

I hereby certify that on this 17th day of July, 1996, before me, a
notary public in the State and County aforesaid, personally
appeared MELISSA BOHER JACOBSON, who is personally known to me or
produced Fla Drivers License as identification, and
acknowledged the foregoing Articles to be her act and deed.


Notary Public

OFFICIAL NOTARY SEAL
JO ANN GOVATOS
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC514833
MY COMMISSION EXP. DEC. 3, 1999