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Rabbi Shimon Dudai
International Shalom Institute, Inc.
1719 Lenox Ave.
Miami Beach, FL.33139

May 27, 1998

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-05/01/98-01089-018
****131.25 ****131.25

Jim Smith, Secretary of State
Division of Corporations
P.O.Box 6327
Tallahassee, Florida 32314

RE; International Shalom Institute, Inc.
None Profit Organization
1719 Lenox Ave.
Miami Beach, FL.33139

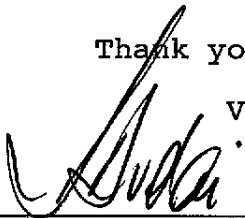
Gentlemen;

I am enclosing herewith the original of the Articles of the Corporation above mentioned including 2 copies and the check in the sum of \$ 131,25 for filing fees, including the appropriate Certificate.

I would appreciate to return to me a copy dyly stamped, and the Certificate of the foresaid corporation.

Thank you for your cooperation.

Very Truly yours



Rabbi Shimon Dudai, President

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
INTERNATIONAL SHALOM INSTITUTE, INC.

WE, THE UNDERSIGNED, do hereby associate ourselves together for the purpose of forming a non-profit corporation, under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liabilities, rights and privileges and immunities of corporation for non-profit, certifies that:

ARTICLE 1 - NAME

The name of the corporation shall be :

INTERNATIONAL SHALOM INSTITUTE, INC.

ARTICLE II - EXISTENCE

This corporation shall have perpetual existence commencing the June 1, 1998.

ARTICLE III - ADDRESS

This Corporation shall be located and have its principal office at 1719 Lenox Ave. Miami Beach, Florida 33139

ARTICLE IV - PURPOSE

This corporation is organized for the purpose to wit:

A- Transacting any and all lawful and religious business permitted under the Laws of the United States and of this State.

B-Elect or appoint such officers and agents as its affairs shall require and allow them reasonable compensation.

C-Adopt, change, amend and repeal By-laws, not inconsistent with law or its Articles of Incorporation, for the administration of the affairs of the corporation and the exercise of its corporate powers.

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TALLAHASSEE, FLORIDA

D-Increase, by a vote of its members cast as the By-Laws may direct, the number of its directors, managers or trustees so that the number shall not be less than 3 but may be any number in excess thereof.

E-Make donations for the public welfare or for religious, charitable, scientific, educational or other similar purposes.

Receive donations as charitable from members or non members of this Organization.

ARTICLE V - TERM

The term of existence of this corporation shall be perpetual.

ARTICLE VI Memberships

The membership of this corporation shall be open to all people of all ages interested in perpetuating Sephardic or Ashkenazim culture and tradition.

ARTICLE VII - members Incorporators

The names and addresses of the Incorporators of this corporation are as follow :

NAME	ADDRESS
Shimon Dudai	1719 Lenox Ave.Miami Beach, FL.33139
Nadia Dudai	1719 Lenox Ave.Miami Beach, FL.33139
Benjamin Dudai	1719 Lenox Ave.Miami Beach, FL.33139
Alice Dahan	1719 Lenox Ave.Miami Beach, FL.33139
Tami Ohayon	1719 Lenox Ave.Miami Beach, FL.33139

ARTICLE VIII

The management of the affairs of this corporation shall be vested in: A Board of Directors comprised of a President, Vice-President, Secretary, treasurer and such other officers, boards and committees as the Constitution and By-Laws of this Corporation may prescribe, or as this corporation may elect in accordance with its needs. The terms of the elected officers shall be for five (5) years, with one member to serve for five years, one for four, one for three, one for two and one for one year, or as specified in the Constitution and By-laws of the corporation.

ARTICLE IX

The names of the officers who are to manage the affairs of the corporation until the first meeting and election under this Chapter are as follows :

President	RABBI Shimon Dudai
Vice-President	Nadia Dudai
Officer	Tami Ohayon
Secretary	Benjamin Dudai
Treasurer	Alice Dahan

ARTICLE X

The territory in which the corporation's operations are principally to be conducted is the United States of America: the corporation also may conduct operations in foreign countries: subject, however, to the laws of its state of incorporation.

ARTICLE XI

Amendments of these Articles of Incorporation or By-Laws of the corporation may be made at any meeting of this corporation: provided, that such amendments are approved by a majority of the voting members present and voting at such meeting.

ARTICLE XII

The corporation shall neither have nor exercise any power, nor shall it directly or indirectly engage in any activity, that would (1) prevent it from obtaining exemption from Federal Income Taxation as a corporation described in Section 501 (c)(3) of the Internal Revenue Code of 1954: or (2) cause it to lose such exempt status.

ARTICLE XIII

The amount of the yearly dues payable by the members shall be such amount as may be determined from time to time by the Board of Directors.

ARTICLE XIV

The initial address of the registered office of this corporation is: 1719 Lenox Avenue
Miami Beach, Florida 33139

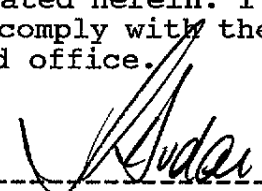
and the name of the initial registered agent of this corporation at that address is:

RABBI Shimon Dudai

ARTICLE XV

The Resident Agent to accept service of process within this State for said corporation shall have be RABBI SHIMON DUDAI, LOCATED 1719 Lenox Avenue, Miami Beach, Florida 33139.

Having been named to accept service of process for the above stated corporation at the place designated herein. I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.



Rabbi Shimon Dudai, Agent


IN WITNESS WHEREOF, We the incorporators, have hereunto set our hands and seals this day of May 1998

*  SEAL
RABBI SHIMON DUDAI

*  SEAL
NADIA DUDAI

*  SEAL
BENJAMIN DUDAI

*  SEAL
ALICE DAHAN

*  SEAL
TAMI OHAYON

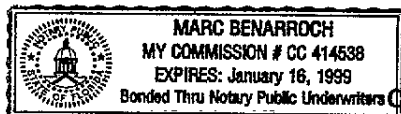
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TALLAHASSEE, FLORIDA

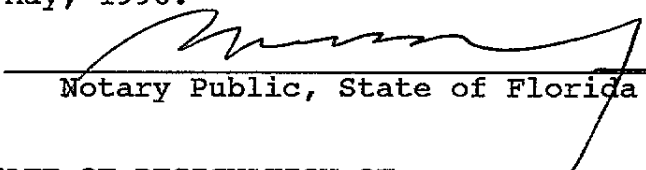
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STATE OF FLORIDA)
COUNTY OF DADE) SS

BEFORE ME, the undersigned authority, personally appeared Rabbi Shimon Dudai, to me well known and known to me to be the individual described herein and who executed the foregoing Articles of Incorporation and acknowledged before me that they were executed for the purposes therein expressed.

WITNESS my hand and official seal in the County and State named above, this 27 day of May, 1998.




Notary Public, State of Florida

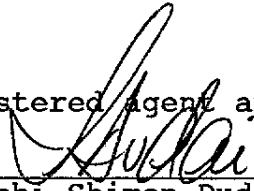
CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

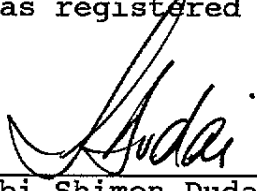
International Shalom Institute, Inc.

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


Rabbi Shimon Dudai, PH.D.
1719 Lenox Ave.
Miami Beach, FL. 33139

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TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions off all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

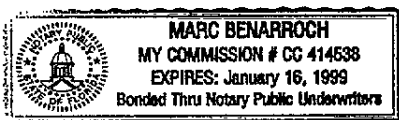

 Rabbi Shimon Dudai, PE.

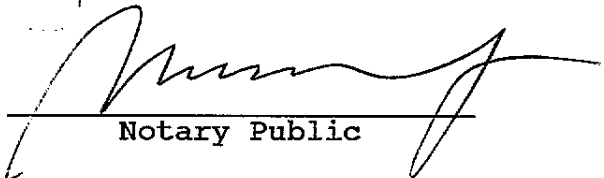
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 TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
) SS
 COUNTRY OF DADE)

BEFORE ME, the undersigned authority, personally appeared Rabbi Shimon Dudai, to me known to be the person described in and who executed the foregoing Articles of Incorporation for the uses and purposes therein expressed.

WITNESS my hand and seal this 27 day of May 1998

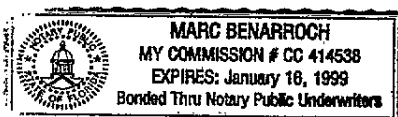


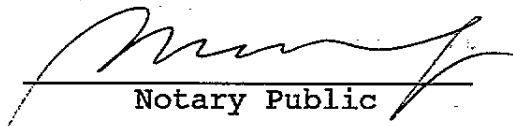

 Notary Public

STATE OF FLORIDA)
) SS
 COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared Nadiq Dudai, to me known to be the person described in and who executed the foregoing Articles of Incorporation for the uses and purposes therein expressed.

WITNESS my hand and seal this 27 day of May 1998

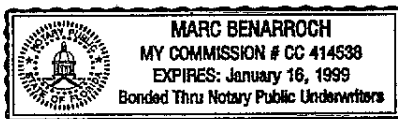



 Notary Public

STATE OF FLORIDA)
) SS
 COUNTRY OF DADE)

BEFORE ME, the undersigned authority, personally appeared Benjamin Dudai, to me known to be the person described in and who executed the foregoing Articles of Incorporation for the uses and purposes therein expressed.

WITNESS my hand and seal this 27 day of May 1998

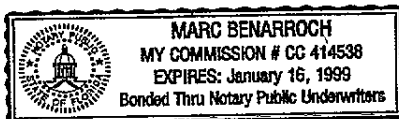


[Signature]
 Notary Public

STATE OF FLORIDA)
) SS
 COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared Alice Dahan, to me known to be the person described in and who executed the foregoing Articles of Incorporation for the uses and purposes therein expressed.

WITNESS my hand and seal this 27 day of May 1998

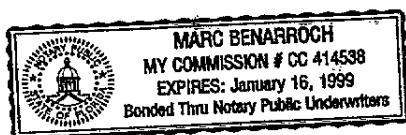


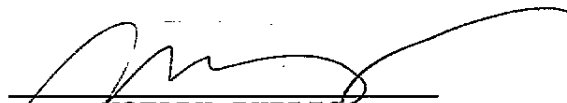
[Signature]
 Notary Public

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared Tami Ohayon, to me known to be the person described in and who executed the foregoing Articles of Incorporation for the uses and purposes therein expressed.

WITNESS my hand and seal this 27 day of May 1998





NOTARY PUBLIC

(Re.CORP-INT)