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FLORIDA DIVISION OF CORPORATIONS

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FROM: BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.
075350000353

ACCT#:

CONTACT: CATHY LEACH
PHONE: (212) 431-5000
(212) 431-1441

FAX #:

NAME: ALIYA JUDAICA INTERNATIONAL CORPORATION

AUDIT NUMBER.....H97000020654

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 16, 1997

BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.

SUBJECT: ALIYA JUDAICA INTERNATIONAL CORPORATION
REF: W97000028012

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF**

ALIYA JUDAICA INTERNATIONAL CORPORATION

THE UNDERSIGNED sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607 of the revised Florida Statutes, herewith submits the following information:

1. The name of the corporation is :

ALIYA JUDAICA INTERNATIONAL CORPORATION

2. The duration of the corporation shall be perpetual.

3. The general purpose or purposes for which this corporation is being formed are to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter.

4. The aggregate number of shares which the corporation shall have authority to issue is ***1000*** shares, all without par value and of one class.

5. The principal address and mailing address of the corporation will be ***9160 N.W. 25 Court, Sunrise, Florida 33322*** and the name of its initial registered agent at such address is: ***Daniel Hernandez***.

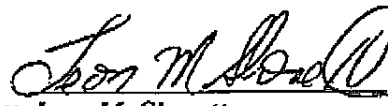
6. The number of directors constituting the initial board of directors is ***one*** and the name and address of each person who is to serve as a member thereof is as follows: ***Daniel Hernandez, 9160 N.W. Court, Sunrise, Florida 33322***

7. The name and address of the sole incorporator is: ***Jean M. Sherett***
c/o BlumbergExcelsior Corporate Services, Inc.
62 White Street, New York, New York 10013

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation.

Dated: *December 16th, 1997*

BlumbergExcelsior
62 White ST
NY, NY 10013
212-431-5000


Jean M. Sherett
Sole Incorporator

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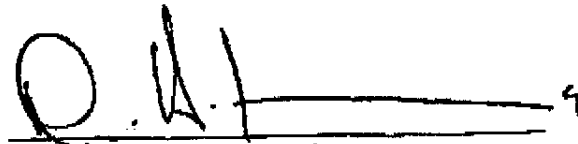
ACCEPTANCE OF APPOINTMENT

AS

REGISTERED AGENT

I, the undersigned hereby accept the appointment as Registered Agent of ALIYA JUDAICA INTERNATIONAL CORPORATION, the within named Corporation.

Dated : December 9, 1997



By : Daniel Hernandez
Its Agent

BlumbergExcelsior
62 White St
NY, NY 10013
212-431-5000

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