CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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Talmudic College of Floride
Student Housing Floral Hall
Ants. Inc., A Florida Corporation

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Art of Inc. File_

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Merger File_

Cert. Copy_

RA Resignation_

Foreign Corp. File_

Fictitious Name File____
Trade/Service Mark____

LTD Partnership File_____

Art. of Amend. File_____

Annual Report / Reinstatement_

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FILED ARTICLES OF INCORPORATION PECRETARY OF STATE

OF

98 APR 10 AM 10: 56

TALMUDIC COLLEGE OF FLORIDA STUDENT HOUSING FLORAL HALL APTS., INC., A FLORIDA CORPORATION

ARTICLE I.

CORPORATE NAME

The name of this corporation shall be: TALMUDIC COLLEGE OF FLORIDA STUDENT HOUSING FLORAL HALL APTS., INC., A FLORIDA CORPORATION ARTICLE II.

NATURE OF CORPORATE BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

ARTICLE III.

CAPITAL STOCK

This corporation is authorized to issue a maximum of 1,000 shares of stock. The shares of stock authorized shall be common stock having no par value. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV.

INITIAL REGISTERED AGENT

The corporation's initial Registered Agent and Registered Office in the State of Florida shall be: DANIEL ZEMEL, ESQ., 2875 N.E. 191ST STREET, SUITE 304, **AVENTURA, FLORIDA 33180.**

ARTICLE V.

BOARD OF DIRECTORS

The number of Directors may be altered from time to time by By-Laws adopted

by the Board of Directors. However, the corporation shall have no less than 3 Director(s) at any time.

ARTICLE VI.

INCORPORATORS

The name and post office address of the Incorporator executing these Articles of Incorporation is as follows: DANIEL ZEMEL, 2875 N.E. 191ST STREET, SUITE 304, AVENTURA, FLORIDA 33180.

ARTICLE VII.

COMMENCEMENT DATE

Corporate existence will commence upon filing.

ARTICLE VIII

CORPORATE ADDRESS

The initial principal office and mailing address of this corporation is: 1910 ALTON ROAD, MIAMI BEACH, FLORIDA 33139.

THE UNDERSIGNED Incorporator, for the purpose of forming a corporation to do business within the State of Florida, makes and files these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.

DANIEL ZEM

STATE OF FLORIDA)

SS:

COUNTY OF DADE)

BE IT REMEMBERED that on this day before me, a Notary Public duly authorized in the State and County named above, to take acknowledgments, personally appeared **DANIEL ZEMEL**, to me known to be the person described as the Incorporator in the foregoing Articles of Incorporation, and he acknowledged before me that he executed said Articles of Incorporation.

WITNESS my hand and official seal at said County and State, on this

April 7, 1998.

Notary Public State of Florida at Large My Commission Expires:

OFFICIAL NOTARY SEAL NICOLE RICHARD NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC456842 MY COMMISSION EXP. APR. 30,1999

The undersigned hereby accepts the foregoing designation as Initial Registered Agent and agrees to comply with the provisions of law applicable to said designation.

DATED: April 7, 1998

DANIEL ZEMEL, ESQ. 2875 N.E. 1918T STREET, SUITE 304, AVENTURA, FLORIDA 33180

By: DANIEL ZEMEL, ESQ.

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