

No 1000007209

TRANSMITTAL LETTER

FILED  
01 OCT -9 PM 2:39  
DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

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

SUBJECT: Community Builders and Capital Development Corp.  
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00  
Filing Fee

\$78.75  
Filing Fee &  
Certificate of  
Status

\$78.75  
Filing Fee  
& Certified Copy

\$87.50  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

500004628565--1  
-10/09/01--01035--013  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

FROM: Community Builders and Captial Development Corp.  
Name (Printed or typed)

14411 Commerce Way, Suite 320  
Address

Miami Lakes, FL 33016  
City, State & Zip

305-825.1444

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

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TALLAHASSEE, FLORIDA

# ARTICLES OF INCORPORATION

## COMMUNITY BUILDERS AND CAPITAL DEVELOPMENT, INC.

### ARTICLE I

#### Name and Object

- Section 1.** The name of the organization shall be "**COMMUNITY BUILDERS AND CAPITAL DEVELOPMENT, INC.**", herein referred to as "**COMMUNITY BUILDERS AND CAPITAL DEVELOPMENT, INC.**", located at 14411 Commerce Way, Suite 320, Miami Lakes, FL 33016.
- Section 2.** The purpose of this organization shall be to provide social and human services to meet the needs of the community.
- Section 3.** **COMMUNITY BUILDERS AND CAPITAL DEVELOPMENT, INC.** shall be a non-profit organization under the control and direction of a volunteer Board of Directors.
- Section 4.** To accomplish its purposes, **COMMUNITY BUILDERS AND CAPITAL DEVELOPMENT, INC.** may establish and provide for the conduct and maintenance of its work in one or more sections of the State of Florida, and for particular groups of persons.
- Section 5.** **COMMUNITY BUILDERS AND CAPITAL DEVELOPMENT, INC.**, shall have perpetual existence.
- Section 6.** The purposes for which **COMMUNITY BUILDERS AND CAPITAL DEVELOPMENT, INC.**, is organized are exclusively religious, charitable, scientific, literary, and educational within the meanings of Section 501(c)(3) of the Internal Revenue Code of 1954, or the corresponding provision of any future United States Internal Revenue law.
- Section 7.** Notwithstanding any other provision of these Articles, this organization shall not carry on any other activities not permitted by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954, or the corresponding provision of any future United States Internal Revenue law.
- Section 8.** No part of the net earning of the corporation shall insure to the benefit of, or be distributable to its members, trustees, directors, officers or other private persons, except at the corporation shall be

authorized and empowered to pay reasonable compensation for services rendered and to make payment and distributions in furtherance of Section 501 C(3) purpose. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate, or intervene in (including the publishing or distribution of statements) any political campaign of behalf of or in opposition to any candidate for public office.

- Section 9.** Upon dissolution of this corporation assets shall be distributed for one or more exempt purposes within the meaning of Section 501 C(3) of the Internal Revenue Code, i.e., charitable, educational, religious or scientific, or corresponding section of any future Federal Tax Code, or shall be distributed to Federal Government, or to a state or local government for a public purpose.

## ARTICLE II

### Property

- Section 1.** **COMMUNITY BUILDERS AND CAPITAL DEVELOPMENT, INC.**, may hold or dispose of such property, real or personal, as may be given, divided, or bequeathed to it or entrusted to its care and keeping; may purchase, acquire, and dispose of such property as may be necessary to carry out the purpose of the organization; and may manage, control and utilize the same in accordance with the provisions of Article III.

- Section 2.** The highest amount of indebtedness or liability to which **COMMUNITY BUILDERS AND CAPITAL DEVELOPMENT, INC.** may at any time subject itself shall never be greater than two-thirds (2/3) of the value of the assets of the organization.

## ARTICLE III

### Management

- Section 1.** The management of **COMMUNITY BUILDERS AND CAPITAL DEVELOPMENT, INC.** shall be vested in a Board of Directors, consisting of not fewer than five (5) and not more than seven (7) persons, elected by the Board members, or otherwise in such manner and for such terms not exceeding three (3) years, as the Bylaws may provide.

Each director must possess the qualifications for voting membership in the Institute.

- a) The Board of Directors shall have and exercise all the powers necessary to control the work and policy of the organization in all its details, including the appointment of Standing and Special Committees. No contract, debt or obligation shall be binding unless contracted under authority of the Board.
- b) The Board of Directors shall have the power to fill, for the unexpired terms, all vacancies occurring in their number between annual elections. They shall have the authority to make Bylaws for the governance of the organization, not inconsistent with the Articles of Incorporation.

**Section 2.** The officers of the Board of Directors shall be the Chairman/CEO, Vice Chairman/CEO, Secretary, assistant secretary, and Treasurer, chosen from their number as provided for in the Bylaws. These shall also be the officers of the organization.

#### **ARTICLE IV**

##### Meetings

**Section 1.** There shall be an Annual Meeting of **COMMUNITY BUILDERS AND CAPITAL DEVELOPMENT, INC.**, within 90 days after the close of the fiscal year, at which time the Board of Directors shall report to the community the status of the organization. Notice of this meeting shall be publicized at least four (4) weeks in advance.

**Section 2.** **COMMUNITY BUILDERS AND CAPITAL DEVELOPMENT, INC.** may hold such other meetings of the organization as may be provided for in the Bylaws.

**Section 3.** Special meetings of the organization may be called by the Chairman/CEO or by order of the Board of Directors. Upon written request of one-half of Board of Directors of the organization, the Chairman/CEO or Secretary shall call a meeting specifying the object, which shall be incorporated in the notice. A notice of such meeting shall also be mailed to every voting member at least five (5) days in advance of the meeting. No business shall be transacted at such meeting, except that for which the call is issued.

**Section 4.** One-Third (1/3) of the Board of Directors shall constitute a quorum at any meeting called by the voting members.

**Section 5.** A written record of the attendance and business transacted at all regular and special meetings of **COMMUNITY BUILDERS AND CAPITAL DEVELOPMENT, INC.** shall be maintained and filed with the minutes of the Board of Directors.

#### **ARTICLE V**

##### **Dissolution**

**Section 1.** Upon dissolution of this corporation, the Board of Directors, after paying or making provisions for the payment of liabilities of the corporation pursuant to operational law, shall distribute all assets exclusively to those organizations which are exempt under Section 501(c)(3) of the Internal Revenue Code, provided that this Corporation retains discretion and control over the terminal use of said contributions prior to dissolution.

#### **ARTICLE VI**

##### **Amendments**

**Section 1.** The Articles of Incorporation may be amended by vote of one-thirds (1/3) of the Board of Directors present at any regularly constituted meeting of the organization, provided such amendment shall have been submitted by the Board of Directors.

#### **ARTICLE VII**

##### **Initial Registered Agent and Street Address**

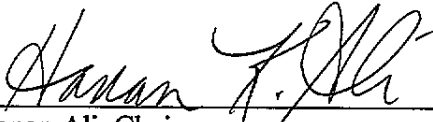
The name and Florida street address of the initial registered agent is: **Ameena Ali, 14411 Commerce Way, Suite 320, Miami Lakes, FL 33016.**

#### **ARTICLE VIII**


##### **Incorporators**

The undersigned subscribing incorporators have hereunto set their hands and seals this \_\_\_ day of \_\_\_\_\_, 2001, for the purpose of forming this not for profit corporation, under the laws of the State of Florida. The **names and addresses** of the Incorporators to these Articles of Incorporation are:

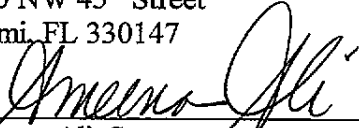
FILED  
01 OCT -9 PM 2:39  
JUDICIAL DEPT. OF STATE  
TALLAHASSEE, FLORIDA

  
\_\_\_\_\_  
Hanan Ali, Chairman  
18522 NW 23<sup>rd</sup> Court  
Miami, FL 33056

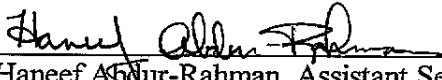
9/27/01  
Date

  
\_\_\_\_\_  
Masud Halim, Vice Chairman  
1780 NW 45<sup>th</sup> Street  
Miami, FL 330147

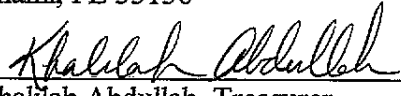
10-1-2001  
Date

  
\_\_\_\_\_  
Ameena Ali, Secretary  
14411 Commerce Way, Suite 320  
Miami Lakes, FL 33016

9/27/01  
Date

  
\_\_\_\_\_  
Haneef Abdur-Rahman, Assistant Secretary  
915 NW 1<sup>st</sup> Avenue, Apt. # 2807  
Miami, FL 33136

10/1/2001  
Date

  
\_\_\_\_\_  
Khalilah Abdullah, Treasurer  
1411 NE 159<sup>th</sup> Street  
Miami, FL 33162

10-1-01  
Date

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 of 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.

  
\_\_\_\_\_  
Ameena Ali, Registered Agent

9/27/01  
Date