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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

December 22, 1999

Via FedEx

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****122.50 *****78.75

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

Re: IMAN Foundation, Inc.

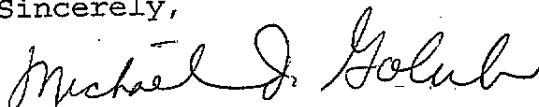
Dear Sir or Madam:

We are enclosing one executed original of the Articles of Incorporation of the above-referenced non-profit corporation and one copy. Please file the Articles and send us a certified copy.

Also enclosed is a check in the amount of \$122.50 to cover the filing fee and the fee for a certified copy.

If you have any questions, please telephone the undersigned at (202) 785-8887. Thank you for your assistance.

Sincerely,



Michael J. Golub

MJG

enclosures

cc: Dr. Naima Abdel-Ghany
Stephen A. Bodzin, Esq.

D. BROWN JAN - 3 2000

ARTICLES OF INCORPORATION

OF

IMAN FOUNDATION, INC.

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The undersigned subscriber, acting as incorporator of a corporation, pursuant to Chapter 617 of the Florida Statutes adopts the following Articles of Incorporation for the formation of a non-profit corporation:-

ARTICLE I

The name of the Corporation is IMAN FOUNDATION, INC. and the initial principal address of the Corporation is 340 West 23rd Street, Suite K, Panama City, Florida 32401.

ARTICLE II

The period of duration is perpetual unless dissolved according to law.

ARTICLE III

The purposes of the Corporation, a not-for-profit charitable organization, are to provide financial assistance to several different types of organizations which are exempt from federal income tax under Sections 501(c)(3) of the Internal Revenue Code of 1986, as amended, or which are foreign organizations which are treated, under applicable Treasury Regulations, as being the equivalent of Internal Revenue Code Section 501(c)(3) organizations; and to award grants to financially needy individuals. The Corporation is organized and operated exclusively for charitable purposes and no part of its net earnings shall inure to the benefit of any private shareholder or individual. The Corporation shall have the power to do all lawful acts necessary or desirable to carry out its purposes consistent with the provisions of Florida Statutes and Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

ARTICLE IV

The Corporation shall distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, as amended. The Corporation shall

not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, as amended. The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, as amended. The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, as amended. The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, as amended.

ARTICLE V

The Corporation will have no members.

ARTICLE VI

The address, including street and number, of its initial registered office is 340 West 23rd Street, Suite K, Panama City, Florida 32401 and the name of its initial registered agent at such address is Naima Abdel-Ghany.

ARTICLE VII

The Corporation shall have three Directors:

The names and addresses, including street and number of the persons who are to serve as the Directors until the first annual meeting or until their successor or successors shall be elected and qualified are:

Naima Abdel-Ghany
340 West 23rd Street
Suite K
Panama City, Florida 32401

Amin Abdel-Ghany
340 West 23rd Street
Suite K
Panama City, Florida 32401

Kamel Elzawahry, Director
2202 State Avenue,
Suite 201
Panama City, FL 32401

The method of election of Directors shall be as stated in the By-Laws of the Corporation.

ARTICLE VIII

This Corporation is organized under a non-stock basis. The Corporation is not authorized to issue capital stock.

ARTICLE IX

The internal affairs of the Corporation shall be governed by the provisions contained in the Corporation's By-Laws. The Corporation shall be managed by the Corporation's president, who shall be responsible for the day-to-day operation of the Corporation. Upon dissolution of the Corporation, any assets remaining after the satisfaction of all corporate liabilities shall be conveyed to such organization or organizations as shall be selected by the affirmative vote of a majority of the Class A Directors, provided, however, that such organization or organizations must be recognized as exempt from federal income taxation under Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986, as amended or corresponding sections of any prior or future law, or to the federal, state, or local government for exclusive public purpose.

ARTICLE X

The name and address, including street and number, of the incorporator is: Naima Abdel-Ghany, 340 West 23rd Street, Suite K, Panama City, Florida 32401.

Incorporator:

Date: December 14, 1999.

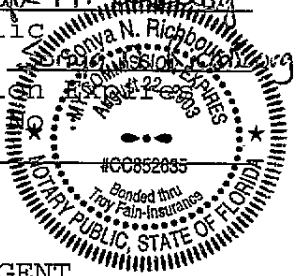
N. Abdel [Seal]
Naima Abdel-Ghany

STATE OF FLORIDA
COUNTY OF BAY

I HEREBY CERTIFY that on this 15 day of December 1999,
before me personally appeared NAIMA ABDEL-GHANY, who is
personally known to me or who has produced the identification
identified below, who is the person described in and who executed
the foregoing instrument, and who after being duly sworn says
that the execution hereof is her free act and deed for the uses
and purposes herein mentioned.

SWORN TO AND SUBSCRIBED before me the undersigned Notary
Public by my hand and official seal, the day and year last
aforesaid.

☒ To me personally known
☐ Identified by Driver's License Number A134621476770
Issued by the State of FL

Sonua N. Richbourg
Notary Public
Typed Name
My Commission Expires
Commission
State of


ACKNOWLEDGMENT OF REGISTERED AGENT

Naima Abdel-Ghany, having been named in the Articles of
Incorporation to accept service of process for IMAN Foundation,
Inc., at the place designated herein, hereby accepts and consents
to act in this capacity and agrees to comply with the provisions
of the Florida Corporation Act relevant to keeping open said
office.

N. Abdel
Naima Abdel-Ghany

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