MM Costerndorf & Associates, P.A.

Richard J. Osterndorf Member Florida and New York Bars 327 South Palmetto Avenue Post Office Box 2352

FILED

Daytona Beach, Florida 32115

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MaryEllen P. Osterndorf Member Florida and Georgia Bars

(904) 255-9171 Fax (904) 255-8570

SECRETARY OF STATE TALLAHASSEE, FLORIDA

August 8, 2000

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

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RE: Articles of Incorporation

Al Salam Club of Daytona Beach, Inc.

Gentlemen:

Enclosed please find the Articles of Incorporation for

AL SALAM CLUB OF DAYTONA BEACH, INC.

together with my check, payable to the Department of State, in the sum of \$78.75 covering the filing fee.

Please return a certified copy of the Articles to the undersigned.

Thank you for your cooperation and help.

Very truly yours,

ichard J. Osterndorf

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Enclosures

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# ARTICLES OF INCORPORATION

BLUKETARY OF STATE TALLAHASSEE, FLORIDA

OF

# FLORIDA NONPROFIT CORPORATION

#### ARTICLE I

#### CORPORATE NAME

The name of this corporation is:

AL SALAM CLUB OF DAYTONA BEACH, INC.

#### ARTICLE II

### CORPORATE NATURE

This is a nonprofit corporation, organized solely for general social, educational and charitable purposes pursuant to the Florida Corporations Not for Profit Law as set forth in Section 617 of the Florida Statutes.

#### ARTICLE III

#### DURATION

The term of existence of the corporation is perpetual.

#### ARTICLE IV

# GENERAL AND SPECIFIC PURPOSES

The specific and primary purposes for which this corporation is formed are:

- A. For the advancement of social, charitable, educational and any other related or corresponding philanthropic purposes by the raising and distribution of its funds for such purposes.
- B. This Club is organized as social organization exclusively for charitable, social and educational purposes as will qualify it as an exempt organization within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Revenue Law, including, but not limited to private foundations and private operating foundations.

# ARTICLE V MANAGEMENT OF CORPORATE AFFAIRS

A. Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors, consisting of not less than three (3) persons. The initial number of Directors of the Corporation shall be seven (7), provided however, that such number may be changed by a By-Law duly adopted by the members.

The Directors named herein as the First Board of Directors shall hold office until the first meeting of members at which time an election of Directors shall be held.

Directors elected at the first annual meeting, and at all times thereafter, shall serve for a term of one (1) year until the annual meeting of members following the election of Directors and until the qualification of the successors in office. Annual meetings shall be held at Daytona Beach, Florida on the 15th day of November of each year, or at such other place or places as the Board of Directors may designate from time to time by resolution.

Any action required or permitted to be taken by the Board of Directors under any provisions of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting, and that the Articles of Incorporation and the By-Laws of this corporation authorize the Directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of such initial members of the Board of Directors are as follows:

Ali Afghani 5955 Marville Circle Port Orange, FL 32127

Yester Kakrajian 137 Marlin Drive Ormond Beach, FL 32176

Saleh Saboungi 719 Hand Ave. Ormond Beach, FL 32174 Albert Daud 1429 No. Atlantic Ave. #431 Daytona Beach, FL 32118

Carmen Afghani 5955 Marville Circle Port Orange, FL 32127

Janette Ajiuni 1141 Bel Aire Drive Daytona Beach, FL 32118 Mounir Khabazeh 1248 Mason Ave. Daytona Beach, FL 32114

B. Corporate Officers. The Board of Directors shall elect the following officers: President, Vice President, Secretary and Treasurer, and such other officers as the By-Laws of this corporation may authorize the Directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:

President: Ali Afghani

5955 Marville Circle Port Orange, FL 32127

Vice President: Albert Daud

1429 N. Atlantic Ave. # 431

Daytona Beach, FL 32118

Treasurer: Yester Fakrajian

137 Marlin Drive

Ormond Beach, FL 32176

Secretary: Carmen Afghani

5995 Marville Circle Port Orange, FL 32127

#### ARTICLE VI

# EARNINGS AND ACTIVITIES OF CORPORATION

- A. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article IV hereof.
- B. 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 in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.
- C. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law) or (b) by a corporation, contributions to

which are deductible under section 170(c)(2) of the Internal revenue Code of 1986 (or the corresponding provision of any future Untied States Internal Revenue Law).

D. Notwithstanding any other provision of these Articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

#### ARTICLE VII

#### DISTRIBUTION OF ASSETS

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for similar purposes as shall qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code as the Board of Directors shall determine. Any such assets not so disposed shall be disposed of by a Court of competent jurisdiction in the county and state in which the principal office is then located.

### ARTICLE VIII

#### MEMBERSHIP

The qualification for members and the manner of their admission shall be regulated by the bylaws for this corporation.

#### ARTICLE IX

#### AMENDMENT OF BY-LAWS

Subject to the limitations contained in the By-Laws, and any limitations set forth in the Corporations Not For Profit Law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, By-Laws of this corporation may be made, altered, rescinded, added to, or new By-Laws may be adopted, either by a resolution of the Board of Directors, or by following the procedure set forth therefor in the By-Laws.

## ARTICLE X

# DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to social, educational, charitable and philanthropic purposes, and no part of the net income or assets of this corporation shall ever

inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual.

#### ARTICLE XI

# REGISTERED AGENT AND OFFICE

The address of the corporation's registered office shall be 290 North U. S. Highway 1, Ormond Beach, Florida 32174 and the name of the registered agent at said address shall be: Mahmoud Saboungi. The principal address is the same as the registered office.

#### ARTICLE XII

AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote in the manner set forth in the By-Laws of this corporation.

We, the undersigned, being the Subscriber(s) and Incorporator(s) of this corporation, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, have executed these Articles of Incorporation, this 4th day of August, 2000.

WITNESSED BY:

Mahmoud Saboungi

TALLAH

WHYSSEE FLOOM

ACCEPTANCE OF REGISTERED AGENT

The undesigned having been named to accept Service of Process for Al Salam Club of Daytona Beach, Inc. at the place designated in Article XI of the Articles of Incorporation, hereby accepts the obligations as Registered Agent and agrees to comply with the provisions of Section 607.0505, Florida Statutes, relative to keeping open said office.

REGISTERED AGENT

STATE OF FLORIDA COUNTY OF VOLUSIA

BEFORE ME, the undersigned authority, personally appeared, MAHMOUD SABOUNGI, who is (personally known to me) (or who has produced)

me known to be the person(s) who executed the foregoing Articles of Incorporation and he acknowledged to and before me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 4/4 day of August, 2000.

NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:

Marilynn J. Yarbrough

MY COMMISSION # CC721580 EXPIRES

April 24, 2002

BONDED THRU TROY FAIN INSURANCE, INC.