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FLORIDA PROFIT CORPORATION OR P.A.

SHAMSUDDIN ISLAMIC CENTER AND LIBRARY, INC.

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ARTICLES OF INCORPORATION

OF

SHAMSUDDIN ISLAMIC CENTER AND LIBRARY, INC.

WE, THE UNDERSIGNED, having heretofore associated ourselves together for the purpose of becoming incorporated under the laws of the State of Florida, as a "corporation not for profit", under the name of SHAMSUDDIN ISLAMIC CENTER AND LIBRARY, INC., do hereby apply to the Secretary of State for the issuance of a Charter as follows:

ARTICLE I

The name of this corporation shall be SHAMSUDDIN ISLAMIC CENTER AND LIBRARY, INC. and the principal office of the corporation shall be 352 N.E. 167th Street, Suite D, in the City of North Miami Beach, County of Miami-Dade, State of Florida.

ARTICLE II

The objects of this corporation are providing educational books and other materials for a library to serve the Arabic speaking community; providing social workers and psychiatrists to counsel adults and children, especially in the case of domestic violence and child abuse; providing assistance and scholarships for needy families; providing shelter and meals for those who lost their homes and support.

ARTICLE III

This corporation shall have perpetual existence, unless sooner dissolved according to law.

ARTICLE IV

The names and addresses of each subscriber are as follows:

Sofian AA Zakkout

352 N.E. 167 St., Suite D
N. Miami Beach, FL 33162

This Instrument Prepared By:
Douglas C. Kaplan, Esq.
Florida Bar No. 041302
Kaplan, Jaffe and Gates, P.A.
1915 Hollywood Boulevard
Suite 200
Hollywood, Florida 33020
Telephone: (954) 920-9110

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ARTICLE V

The sole qualification for membership in the corporation shall be that the member shall be a person who is interested in and in accord with the purposes set forth in Article II thereof.

ARTICLE VI

The management of the affairs of the corporation shall be vested in the following officers: President, Vice President, Secretary, Treasurer, and a Board of Directors of not less than three nor more than fifteen of which Board the above named persons shall be members. The Directors shall be elected at the annual meeting (December of each year) of this corporation which shall be held at such place as may be designated by the President after written notice to each of the members during the first two weeks of November of each year, in such a manner as may be designated in the By-Laws. Officers and Directors shall hold their office until their successors have been duly elected and qualified. The conduct of the said elections will be set forth in the By-Laws of this corporation.

ARTICLE VII

The names and residences of the officers who are to manage the affairs of this corporation until the first annual election thereof are as follows:

President:	SOFIAN AA ZAKKOUT
Vice President:	ABDULRAHEEM ABDU
Secretary:	TAHA NASAR
Treasurer:	SOFIAN AA ZAKKOUT

ARTICLE VIII

The names, titles and addresses of the persons who are to serve as directors on the first Board of Directors of this corporation until the first annual election thereof are as follows:

Sofian AA Zakkout	President	352 N.E. 167 St., Suite D N. Miami Beach, FL 33162
Abdulraheem Abdu	V. President	17300 N.W. 68 Ave., #20B Miami, FL 33015
Taha Nasar	Secretary	5655 N.W. 84th Avenue Miami, FL 33166

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Sofian AA Zakkout

Treasurer

352 N.E. 167 St., Suite D
N. Miami Beach, FL 33162

ARTICLE IX

The membership of this corporation shall meet annually at the time provided for in the By-Laws and at such other times as meetings may be duly called in accordance with the By-Laws.

Annual dues may be assessed in such amount as may be provided in the By-Laws. No member whose dues are in arrears shall be considered as being in good standing nor shall he be entitled to vote.

ARTICLE X

The By-Laws of this corporation shall be adopted at the first annual meeting of the corporation by a majority vote of those members present whose annual dues have been paid for the succeeding fiscal year. Such By-Laws may be amended at any annual meeting in the same manner and at any other meeting of the membership, provided in either case that written notice of such meeting shall have been mailed to all members in good standing two (2) weeks in advance of such meeting and provided further that such notice shall explicitly state the proposed amendment. By-Laws may also be amended by the Board of Directors in the manner stipulated in the By-Laws and any such amendment shall be in full force and effect unless altered or rescinded by the members duly called for that specific purpose. In all cases definitive action by the membership shall be the supreme authority of this corporation and shall govern its Directors and Officers.

ARTICLE XI

The By-Laws of this corporation may be amended by the membership by mail vote as designated in the By-Laws. The By-Laws may also be amended by the Board of Directors, subject, however, to rescission by a mail vote of the membership as provided for in the By-Laws.

ARTICLE XII

The largest amount of indebtedness or liability to which this corporation may subject itself shall be the aggregate sum of ZERO (\$0) DOLLARS.

ARTICLE XIII

Amendments to this Charter may be made only after receiving a majority approval of the Board of Directors of the corporation.

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Upon dissolution of this corporation all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to organizations which have qualified for exemption under Section 501(c)(3) of the Internal Revenue Code, or to the Federal government, or to a State or local government, for a public purpose, member officer or trustee of this corporation.

IN WITNESS WHEREOF, and in testimony of the intention and good faith to carry out the purposes and objects hereinbefore set forth, we hereunto subscribe our names to this Charter on the 16th day of November 2000, at Hollywood, Broward County, Florida.

Sofian AA Zakkout (SEAL)
SOFIAN AA ZAKKOUT

STATE OF FLORIDA)
COUNTY OF BROWARD)

SS:

16th The foregoing instrument was acknowledged before me, on this day of November, 2000, by SOFIAN AA ZAKKOUT, who is () personally known to me or who has (X) produced a valid driver's license or passport as identification and who did not take an oath.

My Commission Expires:

Cynthia S. Leffert
Notary Public - State of Florida



Cynthia S. Leffert
Commission # CC936361
Expires June 27, 2004
Reelected Thru
Atlantic Bonding Co., Inc.

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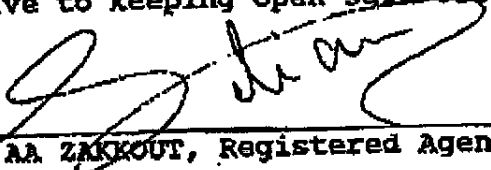
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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act:

First--That SHAMSUDDIN ISLAMIC CENTER AND LIBRARY, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of North Miami Beach, County of Miami-Dade, State of Florida, has named SOFIAN AA ZAKKOUT, located at 352 N.E. 167th Street, Suite D, North Miami Beach, Miami-Dade County, Florida 33162, as its agent to accept service of process within this State.

Having been named to accept service of process of the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.



SOFIAN AA ZAKKOUT, Registered Agent

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