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OVERSTREET, MILES, RITCH & CUMBIE, P.A. ATTORNEYS AT LAW

ATTORNETS AT LAW

100 Church Street Kissimmee, Florida 34741

R. Stephen Miles, Jr.
John B. Ritch
Fred H. Cumbie, Jr.
Murray Overstreet, Of Counsel
Haley D. Bronson

Telephone: (407) 847-5151 Facsimile: (407) 847-3353

November 24, 2003

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

Re: Madinatal Uloom Florida, Inc.

Gentlemen:

Enclosed you will find original and one copy of Articles of Incorporation, together with our firm check in the amount of \$70.00 for the filing fee. Please forward confirmation in care of this office.

Thanking you, I am

Sincerely yours,

R. Stephen Miles, Jr. (dw)

RSM, Jr.:dw Enclosures

SIGNED IN THE ABSENCE OF THE ABOVE TO AVOID DELAY

ARTICLES OF INCORPORATION

OF

MADINATUL ULOOM, FLORIDA, INC.

(A Florida Nonprofit Corporation)

ARTICLE I. NAME

The name of this corporation shall be MADINATUL ULOOM OF FLORIDA, INC., whose address is 2417 N. Central Avenue, Kissimmee, Florida, 34741.

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles of Incorporation by the Florida Department of State, Division of Corporations.

This corporation's duration shall be perpetual, unless it is hereafter dissolved according to the law.

ARTICLE III. PURPOSE

This corporation is being formed for the purpose of engaging in the transaction of any and all activities permitted under the laws of Florida and the United States of America.

This corporation is irrevocably dedicated to and operated exclusively for non-profit purposes; and no part of the income or assets of the corporation shall be distributed to, nor inure to the benefit of any individual.

This corporation is being formed:

 To give Islamic education, along with the regular education, to the Muslim children.

- To purchase land, construct and manage the school for Sunni Muslims of the community.
- To operate the religious school for the Muslim children with the spirit of learning and propagating the religion Islam.
- 4. To convey the message of Islam to the people of other faiths, so that better understanding and harmony exists in the community at large.
- To establish the work of dawa through the teaching of the Quran and Sunnah of Prophet Mohammad (Peace be on him).

ARTICLE IV. MEMBERSHIP

Any person who agrees to be bound by these Articles of Incorporation, the corporate Bylaws, and any rules and regulations which the Board of Trustees may from time to time adopt is eligible and qualified for membership in this corporation. No one with political affiliation can be a member of this corporation.

The corporate Bylaws may provide the Board of Trustees further discretionary powers relating to the admission of members.

Members shall be:

- 1. All practicing Sunni Muslims will be the natural members of this corporation.
- 2. To be a member, one must use the facilities of the corporation on a regular basis, believe and practice Islam according to the commands of Allah Subhana watawala and the Sunnah of Prophet Mohammad (Peace be upon him).

ARTICLE V. MANAGEMENT

- The powers of this corporation shall be exercised, its properties controlled, and
 its affairs and business conducted and managed by the Board of Trustees.
- 2. Any action required or permitted to be taken by the Board of Trustees, under any provision of the law, may be taken without a meeting, if all of the trustees shall individually or collectively consent in writing to such action. Such written consent shall be filed with the minutes of the proceedings of the Board of Trustees. Any such action by written consent shall have the same force and effect as if taken by a unanimous vote of the Board of Trustees. Any certificate or other document filed, under any provision of the law which relates to the action so taken, shall state that the action was taken by the unanimous written consent of the Board of Trustees without a meeting, and that these Articles of Incorporation authorize the Board of Trustees to so act. Such a statement shall be prima facia evidence of such authority.
- 3. The trustees will appoint the Faisal (President) of the Shura through their majority consent only if a Faisal leaves or dies.
- 4. The trustees will maintain the bank account. At least two signatures will be required to operate any bank accounts.

ARTICLE VI. SHURA (COMMITTEE)

The Shura will consist of the Ulama (religious teachers) of the Madinatul Uloom.

The members of the Shura will be permanent unless one resigns, dies, leaves the Madinatul Uloom or is disqualified to be in the Shura.

Moulana Abdur Rahman Patel will be the Faisal (President) of the Shura.

The mashwara (meeting) of the Shura will be conducted by the Faisal (President) as practiced by the Tabligh Jamat. The mashwara will be conducted with the members of the Shura on a regular basis by the Faisal. The decision of the Faisal will be final.

ARTICLE VII. DONATIONS

No donations will be accepted with any conditions that are contrary to the principles of the corporation. The Shura may reject donations that may not come from halal sources.

ARTICLE VIII. BOARD OF TRUSTEES

This corporation's initial Board of Trustees shall have three trustees.

The trustees of this corporation must, at all times, be members of this corporation.

Only a member of this corporation may serve as a trustee of this corporation.

If any of the trustees dies or leaves, a majority of the remaining members of the trustee shall select a replacement trustee.

In the event of any dispute in any matter the decision of a majority of the trustees will be final. If the trustees fail to come to a decision then Shura at Dewsbury, England will give the decision. If Dewsbury, England fails to give decision then the decision of the Nizamuddin Shura in India will be final.

The trustees named herein, comprising the initial Board of Trustees, shall hold office until their successors are duly qualified.

The name and address of each individual who shall serve as a member of the Initial Board of Trustees are:

1.	MURAD KHAN THAKUR	5480 Curry Ford Rd., Orlando, FL 32819
2.	M. SIRAJ UL ISLAM	715 Oak Commons Blvd., Kissimmee, FL
		<u>34741</u>
3.	YAHYA SORATHIA	7801 Capwood Ave., Tampa, FL 33637

ARTICLE IX. OFFICERS

The officers shall consist of a Faisal and the Ulamas of the teaching staff. The responsibility will be distributed by the Faisal after taking mashwara. This corporation may have such other officers as may be provided in the corporate Bylaws.

The names of the initial officers are:

Faisal Moulana Abdur Rahman Patel

Other members will be selected after the school opens and the Ulamas are hired.

ARTICLE X.

PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office and the address of this corporation's initial registered office shall be: 2417 N. Central Avenue, Kissimmee, Florida, 34741.

The name of the individual who shall serve as this corporation's initial registered agent at that address is: M. Sira; Ul Islam.

ARTICLE XI. INCORPORATORS

The name and residence address of the subscriber to these Articles of Incorporation is:

M. SIRAJ UL ISLAM, 715 Oak Commons Blvd., Kissimmee, Florida, 34741.

ARTICLE XII. BYLAWS

Corporate Bylaws will be hereinafter adopted by the Board of Trustees. The corporate Bylaws may be amended or repealed, in whole or in part, by the Board of Trustees in the manner provided therein, provided that they are not inconsistent with the provisions of these Articles of Incorporation. Any amendments to the corporate Bylaws shall be binding on this corporation's members.

ARTICLE XIII. AMENDMENTS

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Trustees and presented to the mashwara. Such amendments may be adopted by the mashwara of the trustees.

ARTICLE XIV. LIMITATION

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, 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 of the corporation. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise

attempting to influence legislation, except as otherwise provided in Section 501 (h) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law), 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. 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© (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation contributions to which are deductible under Section 170 © (2) of the Internal Revenue code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

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ARTICLE XV. DISSOLUTION

Upon the dissolution of the corporation, the Board of Trustees shall, after paying or making provisions of the payment of all of the liabilities of the corporation, transfer all of the assets of the corporation exclusively to an exempt organization under Section 501 © (3) of the Internal Revenue Code of 1954 so long as such organization shall use the assets for Islamic purposes as per Sariah. Any such assets not so disposed of for any reason shall be disposed of by the Circuit Court of the county in which the principal office of the corporation is then located, exclusively for Islamic charitable, Islamic educational, Islamic religious, or to such Islamic organization or organizations as said court shall determine, which are organized and operated exclusively for such purpose.

ARTICLE XVI. ACCOUNTS AND BOOKS

The Board of Trustees from time to time shall determine whether and to what extent, and at what times and places and under what conditions and regulations, the accounts and books of this corporation, or any of them, shall be opened to the inspection of the members, and no representative of the members shall have the right to inspect any account or document of this corporation except as conferred by a statute, the Bylaws, or authorized by the Board of Trustees.

ARTICLE XVII. NONSTOCK BASIS

The Corporation is organized and shall be operated on a nonstock basis within the meaning of the Florida Not for Profit Corporation Act, and shall not have the power to issue shares of any type or class or stock or other certificate or writings evidencing an ownership or proprietary interest in the Corporation.

The undersigned, constituting this corporation's designated registered agent and this corporation's subscribers, for the purpose of forming this nonprofit corporation under the laws of Florida, have executed these Articles of Incorporation, on the dates indicated next to their signatures.

Subscriber

Date

I hereby accept my designation as resident agent and agree to serve as the resident agent of MADINATUL ULOOM, FLORIDA, INC. I hereby state that I am familiar with and accept duties and responsibilities as registered agent for MADINATUL ULOOM, FLORIDA, INC.

m. Birajul John,
Registered Agent

State of Florida

County of Osceola

on November 21, 2003, M. Siraj Ul Islam

designated above as the individual who shall serve as the corporation's initial registered agent, and the individuals, designated above as the subscribers to these Articles of Incorporation, all of whom are personally known to me, or <u>produced Florida driver's licenses</u> as identification, and all of whom personally appeared before me at the time of notarization, and, after being given the oath, acknowledged signing these Articles of Incorporation of MADINATUL ULOOM, FLORIDA, INC.

Diana m. Wallis

Notary Public

Notary Public - Printed or Typed Name

Commission Expiration Date & Commission Number:



(SEAL)