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DIVISION OF CORPORATIONS
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FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 13, 2009

ISLAMIC RELIEF ORGANIZATION (U.S.A.), INC.
4281 SW 15TH ST.
MIAMI, FL 33134-3805

SUBJECT: INTERNATIONAL ISLAMIC RELIEF ORGANIZATION (U.S.A.), INC.
Ref. Number: W09000016221

We have received your document for INTERNATIONAL ISLAMIC RELIEF ORGANIZATION (U.S.A.), INC. and your check(s) totaling \$135.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The Florida Statutes require an entity to designate a street address for its principal office address. A post office box is not acceptable for the principal office address. The entity may, however, designate a separate mailing address. The mailing address may be a post office box.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6921.

Maryanne Dickey
Document Specialist Supervisor
New Filing Section

Letter Number: 209A00011672

COVER LETTER

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

SUBJECT: Resubmission of Articles of Incorporation for nonprofit organization **International Islamic Relief Organization (U.S.A.), Inc.**

Dear Maryanne Dickey:

We hereby resubmit, with corrections per your letter of April 13, 2009, our Articles of Incorporation for International Islamic Relief Organization (U.S.A.), Inc., Ref. Number W09000016221.

We request a certified copy. Please refund the difference of \$56.25 between our initial accidental overpayment of \$135.00 and the required fee of \$78.75.

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

FROM:

Name (Printed or typed) Malik Sardar Khan
Address 4281 SW 15th ST
City, State & Zip Miami, FL 33134-3805
Daytime Telephone number 305-446-7372

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

**ARTICLES OF INCORPORATION OF
INTERNATIONAL ISLAMIC RELIEF ORGANIZATION (U.S.A.), INC.**

I, the undersigned, acting as incorporator of a non-stock corporation as a nonprofit charitable organization, adopt the following Articles of Incorporation for said corporation (the "Corporation").

ARTICLE I: Name and Principal Office Initial Address

The name of the Corporation is "INTERNATIONAL ISLAMIC RELIEF ORGANIZATION (U.S.A.), INC." and is intended to be the U.S. chapter of INTERNATIONAL ISLAMIC RELIEF ORGANIZATION (IIRO). The street address of the initial principal office is:

527 E. 9th St., #6

Hialeah, FL 33010

The principal office may be changed from time to time by resolution of the Board of Trustees.

ARTICLE II: Term

The Corporation shall be perpetual in existence.

ARTICLE III Registered Agent and Office

The post office address of the initial registered office of the Corporation in the State of Florida, County of Miami-Dade, is:

4281 SW 15th St.

Miami, FL 33134-3805

and the name of the initial registered agent for the Corporation at such address is: MALIK SARDAR KHAN, who is an individual resident of Florida.

ARTICLE IV: Purposes

The Corporation is organized to promote the well-being of mankind within the United States of America and for charitable, religious, educational, and scientific purposes. To that end, such purposes shall, without limitation to the foregoing, specifically include:

Section 1. To engage in, establish and promote, and contribute to exclusively religious, cultural, educational, charitable and scientific activities, programs, projects, institutions and funds within the United States of America and charitable relief to be distributed only to U.S. residents.

Section 2. To represent the Organization's parent organization, International Islamic Relief Organization (IIRO), as an NGO (Non-Governmental Organization) at the United Nations headquarters in New York.

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Section 3. To receive, maintain and administer funds for religious, cultural, scientific, educational and charitable purposes, within the United States of America only, or wherever the United States State Department permits, and to that end, to take and hold by bequest, trust, devise, grant, purchase, lease or otherwise, either absolutely or jointly with any other person, persons, or corporation, any property, real, personal, tangible or intangible, or any undivided interest therein, without limitation as to amount or value; to sell, convey or otherwise dispose of any such property and to invest, reinvest or deal with the principal or the income thereof in such manner as in the judgment of the Board of Trustees will best promote the purposes of the Corporation without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, these Articles of Incorporation, the By-Laws of the Corporation, or any laws applicable thereto.

Section 3. To hold and continue to hold as an investment property which may be received by the Corporation so long as it deems proper, and to invest and reinvest in any securities or property whether or not income-producing, deemed by it to be for the best interests of the Corporation, without and notwithstanding that the same may constitute leaseholds, royalty interests, patents, interest in mines, oil and gas wells, or timber lands, or other wasting assets and without any responsibility for any depreciation or loss by or on account of such investments.

Section 4. To rent or lease any property of the Corporation for such time and upon such terms and for such price or prices as in its discretion and judgment may seem just and proper and for the best interest of the Corporation, irrespective of the provisions of any statute or of the termination of any trust.

Section 5. To sell and convey any of the property of the Corporation or any interest therein, or to exchange the same for other property for such price or prices and upon such terms as in its discretion and judgment may be deemed for the best interest of the Corporation and to execute and deliver any deed or deeds, receipts, releases, contracts or other instruments necessary in connection therewith.

Section 6. To make all repairs, and improvements at any time deemed necessary and proper to and upon real property owned by the Corporation, and to build, construct, and complete any building or buildings upon such property which in its discretion and judgment may be deemed advisable and proper and for the best interests of the Corporation, and to determine the extent to which the cost of such repairs and improvements shall be apportioned as between corpus and income.

Section 7. To deduct, retain, expend, and pay out of any money belonging to the Corporation any and all necessary and proper expenses in connection with the operation and conduct of the Corporation, and to pay all taxes, insurance premiums, and other legal assessments, debts, claims or charges which at any time may be due and owing by or which may exist against the Corporation.

Section 8. To vote upon all securities belonging to the Corporation, and to become a party to any stockholders' agreements deemed advisable by them in connection with such securities.

Section 9. To consent to the reorganization, consolidation, merger, liquidation, readjustment of or other change in any corporation, company or association, or to the sale or lease of the property thereof or any part thereof, any of the securities or other property of which may at the time be held by them hereunder, and to do any act or exercise any power with reference hereto that may be legally exercised by any persons owning similar property in their own right, including the exercise of conversion, subscription, purchase, or other options, the deposit, surrender, or exchange of securities, the entrance into voting trusts, and the making of agreements or subscriptions which they may deem necessary or advisable in connection therewith, all without applying to any court for permission so to do, and to hold and redeem or sell or otherwise dispose of any securities or other property which they may so acquire.

Section 10. To compromise, settle, arbitrate, or defend any claim or demand in favor of or against the Corporation; to enforce any security agreements, or other obligations or liens held hereunder; and to enter upon such contracts and agreements and to make such compromise or settlements of debts, claims or controversies as they may deem necessary or advisable. To incur and pay the ordinary and necessary expense of administration of the Corporation or its Board of Trustees acting in such capacity, including (but not by way of limitation) reasonable attorney's fees, accountants' fees, investment counsel fees and the like.

Section 11. To act hereunder through an agent or attorney-in-fact in carrying out any of the powers and duties herein authorized.

Section 12. To borrow money for any purposes of the Corporation or incidental to the administration thereof and to secure the repayment thereof by granting a security interest in, or pledging or otherwise encumbering any part or all of the Corporation's property, or as part of the consideration given therefor, to assume a liability of the transferor or to acquire such property subject to a liability.

Section 13. To lend money to any person or persons upon such terms and in such ways and with such security as the Board of Trustees may deem advisable for the best interest of the Corporation.

Section 14. In general, to do any and all acts and things, and to exercise any and all powers which it may now or hereinafter be lawful for the Corporation to do or exercise under and pursuant to the laws of the State of Florida and for the purpose of accomplishing any of the purposes of the Corporation, whether inside or outside the United States of America.

ARTICLE V: Investment

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its trustees, 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 this Article. 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. 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, as amended, 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 of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any future United States Internal Revenue Law.

ARTICLE VI: Dissolution

Upon the dissolution of the Corporation, the Board of Trustees shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner to such organization or organizations organized and operated exclusively for religious, cultural, charitable, educational or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue Law, as the Board of Trustees shall determine. Any of such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VII: Members

The Corporation shall have no members.

ARTICLE VIII: Trustees

Section 1. Number of Trustees. The Corporation shall operate through a Board of Trustees, which shall function, operate and be considered for all purposes as the Corporation's Board of Directors. The minimum number of Trustees constituting the Board of Trustees shall be one (1) and the maximum number shall be five (5). Except as provided herein, the exact number of Trustees shall be as prescribed from time to time in the By-Laws of the Corporation.

Section 2. Term of Office and Election.

(A) The term of office of each Trustee shall be five (5) years.

(B) The organizational meeting of International Islamic Relief Organization (U.S.A.), Inc. was held January 5, 2009, at which time the Articles of Incorporation and Bylaws were drafted and the election was held for the initial Board of Trustees and executives. Dr. Malik S. Khan was elected Secretary-General and Treasurer, and Dr. Adnan Khalil Basha was elected President.

(C) The Trustees shall elect their successors. In case of a resignation, expulsion, expired term or any other termination of a board member or members, the Board of Trustees by a majority vote, at any meeting, shall elect by simple majority vote the member or members

required to fill the existing vacancy or vacancies within two months from the date of such vacancy or vacancies, and such electee(s) or his/her/their successor(s) shall serve the remaining term of the Departing Trustee(s).

(D) The qualifications to be a Trustee, which shall be determined by its Board of Trustees in the Board of Trustees' sole discretion, shall include sound character, honesty, trust, serious interest in charitable work, and commitment to the objectives and policies of the Corporation.

(E) Any Trustee may be removed from office with or without cause by two-thirds ($\frac{2}{3}$) of the entire board members.

ARTICLE IX: Amendment

An amendment to these Articles of Incorporation shall require the approval of two-thirds ($\frac{2}{3}$) of the votes entitled to be cast by board members present or represented by proxy at a meeting of the Board of Trustees.

ARTICLE X: Regulation and Conduct of the Corporation

Other provisions, consistent with the laws of the State of Florida, for the regulation and conduct of the affairs of the Corporation, and creating, defining, limiting or regulating the powers of the Corporation, shall be provided in the By-Laws of the Corporation.


ARTICLE XI: Indemnification

The Corporation shall indemnify any person who is serving or has served as a Trustee or officer of this Corporation, at its request, as a director or officer of another corporation in which this Corporation owns shares of stock or is a subsidiary or in relation to which it is a creditor, against expenses actually and necessarily incurred by such person in connection with the defense of any action, suit or proceeding in which he is made a party by reason of being or having been a Trustee or officer of this Corporation or of which he is adjudged therein to be liable for negligence or misconduct in the performance of duty. Such indemnification shall not be deemed exclusive of any other rights to which any person may be entitled under any By-Law, agreement, vote of stockholders or otherwise.

ARTICLE XII: Incorporators

The name and address, including street and number, of the incorporator is:
Dr. Malik S. Khan
4281 S.W. 15th St.
Miami, FL 33134-3805, U.S.A.

IN WITNESS WHEREOF, we have hereby set our hands and seals, acknowledge and file the foregoing Articles of Incorporation of INTERNATIONAL ISLAMIC RELIEF ORGANIZATION (U.S.A.), INC. under the laws of the state of Florida, this 25 day of February, 2009.

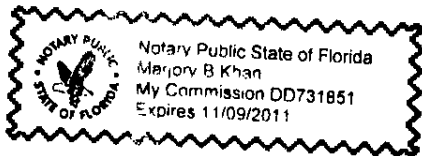

MALIK SARDAR KHAN

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

BEFORE ME personally appeared MALIK SARDAR KHAN of 4281 SW 15th St., Miami, FL 33134-3805, to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purpose therein expressed. ☒ Personally known to me or ___ presented identification ____.

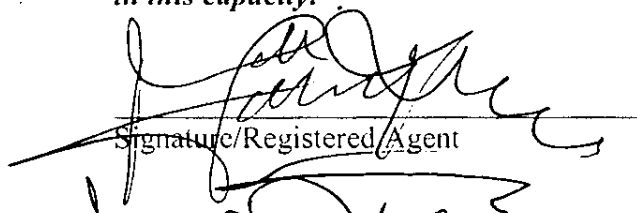
WITNESS my hand and official seal in the County and State named above
this 25 day of February, 2009


NOTARY PUBLIC



ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent to accept service of process for International Islamic Relief Organization (U.S.A.), Inc. at the street address 4281 SW 15th St., Miami, FL 33134-3805, I affirm that I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Signature/Registered Agent


Signature/Incorporator

20 April 2009
Date

20 April 2009
Date

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