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COVER LETTER

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

SUBJECT: OakTree Institute, Inc.

(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

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: Maha A. ELKolalli, Esq.
Name (Printed or typed)

950 S. Pine Island Rd., Suite A-150
Address

Plantation, Florida 33324
City, State & Zip

(954) 599-6329
Daytime Telephone number

elkolallim@gmail.com
E-mail address: (to be used for future annual report notification)

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

**ARTICLES OF INCORPORATION
OF
OAKTREE INSTITUTE, INC.**

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DIVISION OF CORPORATIONS
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The undersigned, acting as incorporator of OAKTREE INSTITUTE, INC., under Not For Profit Corporation Act, submits the following Articles of Incorporation:

ARTICLE I: NAME

The name of the corporation is OAKTREE INSTITUTE, INC.

ARTICLE II: ADDRESS

The street address of the initial principal office is 6606 Harney Road, Suite H, Tampa, Florida 33610. The mailing address of the Corporation is Post Office Box 290142, Tampa, Florida 33687.

ARTICLE III: COMMENCEMENT AND DURATION

The Corporation will exist perpetually, commencing on the date of filing of these Articles of Incorporation.

ARTICLE IV: PURPOSE

The Corporation is organized as a corporation not for profit, exclusively for religious, charitable, and educational purpose within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 (the "Code"), or the corresponding section of any successor federal tax laws, including, but not limited to, the following:

A. To serve as a religious and educational organization that teaches adolescents and young adults development and leadership skills based upon religious doctrine and to use the developed leadership skills to provide services to the community through community projects which may include scientific testing for public safety, literary and educational purposes, fostering amateur sports competitions, and the prevention of cruelty to children and animals, or any other community service.

B. To acquire, own, purchase, lease, dispose of and deal with real and personal property and interests, either absolutely or in trust therein and to apply gifts, grants, bequests, and devises and the proceeds thereof in furtherance of the purposes of the Corporation.

C. To exercise all powers granted to corporations not for profit under the laws of the State of Florida.

ARTICLE V: LIMITATIONS ON CORPORATE POWER

(a) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed 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 (except to the extent permitted by the Code), and the Corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of, or in opposition to any candidate for public office.

(c) Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on by (i) a corporation exempt from federal income tax under Section 501(c)(3) of the Code, or the corresponding section of any subsequent federal tax laws or (ii) a corporation, contributions to which are deductible under section 170(c)(2) of the Code, or the corresponding section of any subsequent federal tax laws.

(d) Should the Corporation at any time be considered a "private foundation" under Section 509(a) of the Code, the following limitations shall apply:

1. The Corporation shall distribute its income for each tax year at such time and in such manner so that it will not become subject to the tax on undistributed income imposed by Section 4942 of the Code, or corresponding provisions of any subsequent federal tax laws.

2. The Corporation shall not engage in any act of self-dealing, as defined in Section 4941(d) of the Code, or corresponding provisions of any subsequent federal tax laws.

3. The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Code, or corresponding provisions of any subsequent federal tax laws.

4. The Corporation shall not make any investments in a manner that would subject it to tax under Section 4944 of the Code, or corresponding provisions of any subsequent federal tax laws.

ARTICLE VI: MEMBERS

The qualification for members and the manner of their admission shall be as provided in the bylaws of the Corporation. The rights exercisable by members shall also be as provided in the bylaws of the Corporation.

OakTree Insitute, Inc.
Articles of Incorporation

ARTICLE VII: INITIAL REGISTERED OFFICE AND AGENT

The Corporation designates 10333 Millport Drive, Tampa, Florida 33626 as the street address of the initial registered agent of the Corporation and names Amr Abouzied as the Corporation's initial registered agent at that address to accept service of process within this state.

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The Corporation shall have three (3) directors initially. The number of directors may either be increased or diminished from time to time, as provided in the bylaws of the Corporation, but shall never be less than three (3). The method of election or appointment of the directors shall be as provided in the bylaws of the Corporation. The names and addresses of the initial directors are:

Amr Abouzied
10333 Millport Drive
Tampa, Florida 33626

Amr Morsy
75 Alder Drive
Wayne, New Jersey 07470

Dalia Hassaballa
636 N. 4th Avenue
Addison, Illinois 60101

ARTICLE IX: INITIAL OFFICERS

The Corporation shall have three (3) officers initially. The number of officers may either be increased or diminished from time to time, as provided in the bylaws of the Corporation. The method of election or appointment of the officers shall be as provided in the bylaws of the Corporation. The names and addresses of the initial officers are:

Mohamed Osman
10797 Garden Ridge Court
Davie, Florida 33328

Ahmed Abobaker Mohamed
Post Office Box 1430
Lynn Haven, Florida 32444

Haytham Mohamed
59 N Quinsigamond Avenue
Shrewsbury, Massachusetts 01545

ARTICLE X: INCORPORATOR

The name and street address of the incorporator are Maha A. ELKolalli, Esq., 950 S. Pine Island Road, Suite A-150, Plantation, Florida 33324.

ARTICLE XI: DISSOLUTION

In the event of the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the Corporation, dispose of all the assets of the Corporation to such organization or organizations organized and operated exclusively for 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, or the corresponding provisions of any future United States Internal Revenue Code, as the Board of Trustees shall determine or as otherwise specified in the bylaws. No part of the assets or net earnings of the Corporation may be distributed or inure to the benefit of any individual.

ARTICLE XII: INDEMNIFICATION

(a) The Corporation shall indemnify any person who is or was a party to any proceeding by reason of the fact that such person is or was a director or officer of the Corporation, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as a director or officer of the Corporation unless in a particular case indemnification would jeopardize the Corporation's tax exempt status under Section 501(a) of the Internal Revenue Code of 1986, as amended from time to time or any substitute internal revenue law of the United States (the "Code") or result in the Corporation's failure to be described in Section 501(c)(3) of the Code, and except as prohibited by law. To the fullest extent not prohibited by law, the Corporation shall advance indemnification expenses for actions taken in the capacity of such persons as an officer or director, within twenty (20) days after receipt by the Corporation of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses.

(b) The Corporation by action of its board of directors, in its sole discretion, may indemnify any person who is or was a party to any proceeding, by reason of the fact that such person is or was an employee or agent of the Corporation to the fullest extent not prohibited by law, for actions taken in the capacity of such person as an employee or agent of the Corporation. The Corporation by action of its board of directors, in its sole discretion, may advance indemnification expenses for actions taken in the capacity of such persons as an employee or agent, within twenty (20) days after receipt by the Corporation of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by or on behalf of such person agreeing to repay the

OakTree Institute, Inc.
Articles of Incorporation

advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses. Absent specific action by the board of directors, the authority granted to the board of directors in this paragraph (b) shall create no rights in the persons eligible for indemnification or advancement of expenses and shall create no obligations of the Corporation relating hereto.

The undersigned incorporator is submitting these Articles of Incorporation and affirms that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided in Section 817.155, Florida Statutes. I acknowledge that I have read the Notice of Annual Report statement and understand the requirement to file an annual report between January 1st and May 1st in the calendar year following the formation of this Corporation and every year thereafter to maintain "active" status.

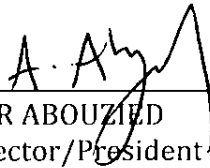
The undersigned incorporator, for the purpose of forming a corporation not for profit under the laws of the State of Florida, has executed these Articles of Incorporation on this 1st date of December, 2011.



Maha A. ELKolalli, Esq.
Incorporator

ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for the Corporation named above, to accept service of process at the place designated in these Articles of Incorporation, and to comply with the provisions of the Florida Not for Profit Corporation Act, and acknowledges that he is familiar with, and accepts, the obligation of such position.



AMR ABOUZIED
Director/President

Dated: December 01, 2011

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