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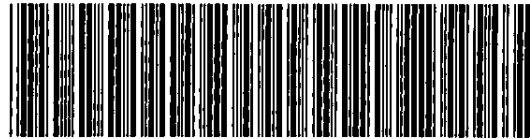
(Business Entity Name)

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
14 JUL - 9 PM 4:08

W14000039998  
7/10/14

## COVER LETTER

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

SUBJECT: ACC SCOUTS 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: Amir Elmasri  
Name (Printed or typed)

445 Carey Way  
Address

Orlando FL 32825  
City, State & Zip

407 923 9647  
Daytime Telephone number

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

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



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

June 26, 2014

AMIR ELMASRI  
445 CAREY WAY  
ORLANDO, FL 32825

SUBJECT: ACC SCOUTS, INC.  
Ref. Number: W14000039998

We have received your document for ACC SCOUTS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.

In Article X of your document, you list the names of officers - but you didn't list the titles for each person. Please add the title to each persons name.

Please return 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) 245-6052.

Carol Mustain  
Regulatory Specialist II

Letter Number: 114A00013980

## ARTICLES OF INCORPORATION OF

### ACC SCOUTS, INC

The undersigned Hansen Mansy, Amir Elmasri and Hassan Kazzoun acting as incorporators of a corporation under the Florida Non For Profit Corporations Statute adopt the following articles of incorporation:

#### Article I: Name

The name of the corporation is ACC Scouts, Inc.

#### Article II: Religious Corporation

The corporation is nonprofit religious corporation and is not organized for the private gain of any person. It is organized under the Florida Non For Profit Corporations Statute exclusively for religious purposes. The specific purposes for which this corporation is organized are religious ones, to wit: To form Scouting Troops affiliated with the Islamic Faith. The corporation shall continually and steadfastly uphold and maintain the following Statement of Faith of the corporation, to wit: To prepare young people to make ethical and moral choices over their lifetimes by instilling in them the values of the Scout Oath and Law, and specifically of the values of the Islamic Faith.

#### Article III: Duration

The corporation shall have perpetual duration.

#### Article IV: Tax Exemption Requirements

- (a) The corporation is organized and operated exclusively for the purposes set forth herein.
- (b) Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code or by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code.
- (c) No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements on behalf of any candidate for public office).

#### Article V: Restrictions on Private Foundations

Notwithstanding any other provision in these Articles, if this corporation is deemed or determined to be a "private foundation" within the meaning of section 509 of the Internal Revenue Code, then this corporation shall be subject to the following limitations and restrictions:

- (a) The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- (b) The corporation shall not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- (c) The corporation shall not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- (d) The corporation shall not make any investment in such manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- (e) The corporation shall not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

#### **Article VI: No Members**

The corporation shall have no members.

#### **Article VII: Registered Office and Agent**

The street address of the initial registered office of the corporation is: 445 Carey Way, Orlando, FL 32825. The name of the original registered agent at such address is Amir Elmasri.

#### **Article VIII: Board of Directors**

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted, by a Board of Directors. The number of directors of the corporation shall be four; provided, however, that the number of directors can be changed by a bylaw duly adopted pursuant to the bylaws of this corporation. The directors named in these articles as the first Board of Directors shall hold office until the first meeting of members to be held on June 6, 2014 at 422 S Alafaya Trail Suite 29, Orlando, FL 32825, 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 years until the first annual meeting of members following the election of directors and until the qualification of their successors in office.

Annual meetings shall be held at 5pm on January 31 of each year at the principal office of the corporation or as such other places as the Board of Directors may designate from time to time by resolution.

HE. (MM) (A) (AN)

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting if all the members of the Board individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceeding of the Board. Such action by written consent will 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 relating to actions so taken must 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 bylaws 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 the persons who are to serve as the initial directors are:

<u>Name</u>	<u>Address</u>
Hansen Mansy	11021 Mabberley Circle Orlando, FL 32832
Amir Elmasri	445 Carey Way Orlando, FL 32825
Hassan Kazzoun	14744 Seattle Slew Place Orlando, FL 32826
Hazem Elassar	1332 Amaryllis Circle Orlando, FL 32825

#### **Article IX: Incorporators**

The names and addresses of the incorporators are:

<u>Name</u>	<u>Address</u>
Hansen Mansy	11021 Mabberley Circle Orlando, FL 32832
Hazem Elassar	1332 Amaryllis Circle Orlando, FL 32825
Amir Elmasri	445 Carey Way Orlando, FL 32825
Hassan Kazzoun	14744 Seattle Slew Place Orlando, FL 32826

#### **Article X: Officers**

HE (HM) (A) (HL)

The Board of Directors shall elect the president, vice president, treasurer, secretary, and such other officers as the bylaws of this corporation may authorize the directors to elect from time to time. Initially such officers are to 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:

<u>Name</u>	<u>Address</u>
Amir Elmasri	445 Carey Way Orlando, FL 32825
Hazem Elassar	1332 Amaryllis Circle Orlando, FL FL
Hansen Mansy	11021 Mabberley Circle Orlando, FL 32832
Hassan Kazzoun	14744 Seattle Slew Place Orlando, FL 32826

#### **Article XI: Bylaws**

Subject to the limitations contained in the bylaws and any limitations set forth in the Florida Non For Profit Corporations Statute concerning corporation action that must be authorized or approved by the members of the corporation, the bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted either by a resolution of the Board of Directors or by following the procedures set forth for such action in the bylaws.

#### **Article XII: Property and Profits**

The property of this corporation is irrevocably dedicated to the purposes set forth in Article III herein 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 person, 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 purpose or purposes set forth in Article III herein.

#### **Article XIII: Distribution Upon Dissolution**

Upon the dissolution of the corporation, its assets shall be distributed for one or more exempt purpose(s) within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction 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 such court shall determine, that are organized and operated exclusively for such purposes.

HA.E. (HM) (A) (HWE)

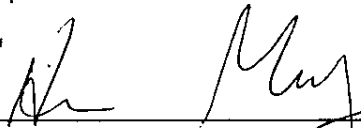
#### Article XIV: Amendments


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. Amendments may be adopted by a vote of 51% of a quorum of members of the corporation.

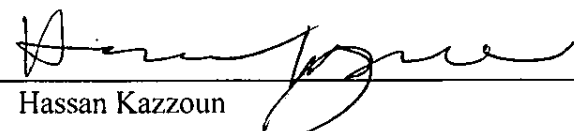
#### Article XV: Limited Liability of Directors and Officers


The officers and directors shall not be individually liable for the corporation's debts or other liabilities, and the private property of such individuals shall be exempt from any corporate debts or liabilities. The power of indemnification under the laws of FL shall not be denied or limited by the bylaws.

We, the undersigned, being the incorporators of this corporation for the purpose of forming this nonprofit charitable corporation under the laws of FL have executed these articles of incorporation on June 3, 2014.

By:   
Hansen Mansy

By:   
Amir Elmasri

By:   
Hassan Kazzoun

By:   
Hazem Elassar

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with ~~it~~ and accept the appointment as registered agent and agree to act in this capacity.