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COVER LETTER

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

SUBJECT: CHITTAGONG MEDICAL COLLEGE ALUMNI OF USA, 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: Ehsanul Karim
Name (Printed or typed)

10443 Galleria Street
Address

Wellington, FL 33414
City, State & Zip

(646) 301-5257
Daytime Telephone number

ehsan2001@msn.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

January 5, 2015

EHSANUL KARIM
10443 GALLERIA STREET
WELLINGTON, FL 33414

SUBJECT: CHITTAGONG MEDICAL COLLEGE ALUMNI OF USA, INC.
Ref. Number: W15000000338

We have received your document for CHITTAGONG MEDICAL COLLEGE ALUMNI OF USA, 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 registered agent and street address must be consistent wherever it appears in your document.

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) 245-6052.

Maryanne Dickey
Regulatory Specialist II
New Filing Section

Letter Number: 615A00000090

15 JAN 13 PM 12:22
STATE
SECRET
FL 0010

**Articles of Incorporation
of
Chittagong Medical College Alumni of USA, Inc.**

Pursuant to the provisions of the statutes of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a nonprofit corporation, the undersigned has placed his signature and seal upon this document for the purposes of becoming a nonprofit corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is: **Chittagong Medical College Alumni of USA, Inc.**

ARTICLE II. PRINCIPAL OFFICE AND ADDRESS

The mailing address and principal office of the corporation are: 10443 Galleria Street,
Wellington, FL 33414.

ARTICLE III. DURATION

This corporation will have perpetual existence. The corporate existence will commence on the filing of these Articles by the Department of State.

ARTICLE IV. PURPOSE

The country of Bangladesh has a great, underserved need for medical care of all kinds. Forty percent of the population is under the age of sixteen. More than 6.6 million children work to support their families. The Demand for educational, social and professional services is high. The population's high illiteracy rate compounds these problems.

There are few health care professionals and hospitals in Bangladesh. Consequently, the health care needs of this nation are vastly unmet. Because of pervasive poverty throughout Bangladesh, the Bangladeshi government does not have the resources to address these needs. In order to provide

enhance professional institutional support to Chittagong Medical College in Bangladesh and improve the lives and health of the people of Bangladesh: individuals and organizations from other nations must help to raise funds, construct health care facilities and educate the people of Bangladesh.

This corporation is founded to promote charitable, social, educational and professional ties between Chittagong Medical College Alumni and the local communities of the U.S.A to improve their lives by providing professional service and medical care. In order to accomplish those goals, this corporation is organized for the following primary purposes:

1. To promote charitable, social, educational and professional linkage between Chittagong Medical College Alumni of USA, Inc. (CMC) Alma and the community in order to implement a lasting and mutually beneficial relationship between medical profession and community in Bangladesh;
2. To promote and enhance the professional institutional support to our community at USA and Chittagong Medical College. This will be done in a manner that enriches the lives of its members and the quality of the institution; and
3. To create programs and activities designed to develop, implement lasting and mutually beneficial relationship between the Chittagong Medical College and its alumni.

The secondary and general purposes of this corporation are as follows:

1. To exercise all rights and powers conferred on nonprofit corporations under the laws of the State of Florida, or which may hereafter be conferred, including the power to contract, rent, buy, or sell personal or real property, both in the United States and Bangladesh; provided, however, that this corporation will not, except to an insubstantial degree, engage in any

activities or exercise any powers that are not in furtherance of the primary purpose of this corporation;

2. To make bylaws and regulations not inconsistent with the constitution or laws of the United States, Florida or the Articles of the corporation;
3. To purchase, lease, or otherwise acquire, improve, construct, own, hold, use, maintain, operate, exchange, encumber, sell, convey and/or otherwise dispose of real and personal property of every kind, nature or description, as may be necessary or desirable to promote the primary purpose of this corporation;
4. To transact any or all lawful business and to do any and all such other incidental acts and things and to exercise any and all other powers which a co-partnership or natural person could do and exercise, as may be authorized by law; and
5. To do all other acts necessary or expedient for the administration of the affairs and attainment of the purposes of this corporation.

The several clauses contained in this statement of purposes will be construed as both purposes and powers, and their statements contained in each clause will, except where otherwise expressly stated, be in no way limited or restricted by reference to or interference from the terms of any other clause, but will be regarded as independent purposes and powers, rights or privileges given by law to corporations.

ARTICLE V. RESTRICTION ON CORPORATE PURPOSE

The purposes of which this corporation is organized are to receive and maintain real and/or personal property, and, subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, professional, scientific, and educational purposes, either directly or by contributions to organizations

that qualify as exempt organizations under Section 501 (c)(3) of the Internal Revenue Code and the Regulations issued pursuant thereto.

No part of the net earnings of this corporation will inure to the benefit or be distributable to any Director or Officer of the corporation, or to any other private individual (except that reasonable compensation may be paid for services rendered to the corporation, and reasonable expenses may be paid thereto, affecting one or more of the corporation's purposes). No Director or Officer, or any private individual will be entitled to share in the distribution of any corporate assets in the event of dissolution of this corporation.

The corporation will distribute its income for each taxable year at such time and in such manner as not to become subject to tax on undistributed income imposed by Section 4942 of the Internal Revenue Code or corresponding provisions of any subsequent federal tax laws. The corporation will not engage in any act of self-dealing as defined in Section 4941 (d) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws. The corporation will not retain any excess business holdings as defined in Section 4943 (c) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

The corporation will not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws. The corporation will not make any taxable expenditures as defined in Section 4945 (d) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

Notwithstanding any other provision of these Articles, the corporation will not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501 (c) (3) of the Internal Revenue Code and Regulations issued pursuant thereto, or by

an organization, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code and the Regulations issued pursuant thereto.

ARTICLE VI. DIRECTORS

The corporation's Board of Directors will consist of one (4) Directors. The method of election of the Directors of the Corporation is set forth in the Bylaws of this corporation.

The initial director(s) of this corporation will be:

Ehsanul Karim, M.D. 10443 Galleria Street Wellington, FL 33414	President
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Basher M. Atiquzzaman, M.D. 710 Oak Commons Blvd. Kissimmee, FL 34741	Vice President
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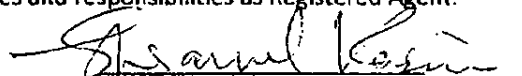
Ataul Osmani, M.D. 15 Hamilton Dr. Roslyn, NY 11576	Secretary
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Ferdous Khandker, M.D. 2 Willow Road New Hyde Park, NY 11040	Treasurer
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ARTICLE VII. INITIAL REGISTERED OFFICE AND AGENT

The street address of the principal office and mailing address of the corporation is as set forth in Article II, above. The name and address of the initial registered agent of this corporation is: Ehsanul Karim 10443 Galleria Street Wellington, FL 33414

I hereby am familiar with and accept the duties and responsibilities as Registered Agent.



Ehsanul Karim, M.D.

15 JAN 13 PM 12:22
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SECRETARY OF
FLORIDA

ARTICLE VIII. INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Ehsanul Karim, M.D.
10443 Galleria Street.
Wellington, FL 33414

ARTICLE IX. OFFICERS

The officers of this corporation will be a President, Vice President, Secretary, and Treasurer with future possibility of election of other officers as necessary. All officers and agents as may be necessary will be chosen in such manner, hold officer for such terms and have such powers and duties as may be prescribed by the Bylaws of the corporation or determined by the Board of Directors. Any person may hold two offices, except that the President may not be also the Secretary or assistant secretary of this Corporation.


ARTICLE X. AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XI. INDEMNIFICATION

The corporation will indemnify any officer or director, or any former officer or director, to the full extent permitted by laws.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this ____ day of _____, 2014.


Ehsanul Karim, M.D.