

N95000002523

(Requestor's Name)

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(Business Entity Name)

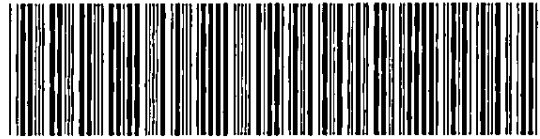
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Certified Copies _____ Certificates of Status _____

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NOV 15 2022

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2022 NOV 14 PM 3:53
SECRETARY OF STATE
HALLAMSBURG

2022 NOV 14 AM 11:23

FLORIDA CAPITAL COURIER SERVICES, INC.
2330 CLARE DRIVE
TALLAHASSEE, FL 32309
(850) 524-5437
(850) 524-624

PLEASE USE FUNDS FROM THIS ACCOUNT: I20210000160 AMOUNT: \$ 35.
AUTHORIZATION SIGNATURE: James G. Smith

BUSINESS (Name) Document #
Darol Uloom Florida Inc.

☐ Walk in ☐ Pick up time ☐
☐ Mail out ☐ Will wait
☐ Photocopy
☐ Certified Copy of Articles of Correction (please stamp each page)
☐ Certificate of Status

NEW FILINGS

☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ L.L.P.
☐ CORP

AMMENDMENTS

☒ Amendment
☐ Resignation of R.A. Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger
☐ Conversion
☐ AFFIDAVID BY FOREIGN CORP.

OTHER FILINGS

☐ Annual Report
☐ Fictitious Name

REGISTRATION/QUALIFICATIONS

☐ Foreign filing
☐ Statement of Partnership
☐ Reinstatement

☐ APOSTIL
Country

☐ Other

EXAMINER'S INITIALS: _____

FLORIDA CAPITAL COURIER SERVICES, INC.
2330 CLARE DRIVE
TALLAHASSEE, FL 32309
(850) 524-5437
(850) 524-624

PLEASE USE FUNDS FROM THIS ACCOUNT: 120210000160 AMOUNT: \$ 35,
AUTHORIZATION SIGNATURE: James Fulk

BUSINESS (Name)

Document #

Darul Vloom Florida Inc.

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Country

☐ Other

AMINER'S INITIALS: _____

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Darul Uloom Florida, Inc.

DOCUMENT NUMBER: N95000002523

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Clarence Lam

(Name of Contact Person)

Nishad Khan PL

(Firm/ Company)

1303 N Orange Ave

(Address)

Orlando, FL 32804

(City/ State and Zip Code)

clarence@NishadKhanLaw.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Clarence Lam

407

228-9711

at

(Name of Contact Person)

(Area Code)

(Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
|---|--|---|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee & Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) | <input type="checkbox"/> \$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is Enclosed) |
|---|--|---|--|

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**THIRD ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
DARUL ULOOM FLORIDA, INC.
(a Florida not-for-profit corporation)**

FILED
2022 NOV 14 PM 3:51
SECRETARY OF
TALLAHASSEE, FL

The undersigned President of Darul Uloom Florida, Inc., a Florida not-for-profit corporation, hereby certifies that pursuant to Chapter 617, Florida Statutes, the following Second Amendment to the Articles of Incorporation was duly adopted unanimously by a Resolution of all of the Trustees at a meeting duly held by them on SEPT. 15, 2022, in accordance with Article XII of the Second Articles of Amendment to Articles of Incorporation of Darul Uloom Florida, Inc.:

The Articles of Incorporation of Darul Uloom Florida, Inc., a Florida not-for-profit corporation hereby are re-stated, as follows:

**ARTICLE I
NAME**

The name of the Corporation is DARUL ULOOM FLORIDA, INC.

**ARTICLE II
PRINCIPAL OFFICE**

The principal place of business and mailing address of the Corporation is 2350 Old Vineland Road, Kissimmee, Florida 34746.

**ARTICLE III
PURPOSE**

The purpose for which the corporation is organized:

1. To practice Islam according to the commands of Allah Subhana Wa Ta'ala and the Sunnah of Prophet Mohammad (Peace be upon him) in the ways of Sunni principles.
2. To purchase land, construct and manage the Masjid for Sunni Muslims of the community.
3. To own and manage a cemetery for the Muslims of the community.

4. To operate a religious school for the Muslim children of the community.
5. To convey the message of Islam to the people of other faiths, so that better understanding and harmony exists in the community at large.
6. To establish the work of dawah.
7. To make contributions to other Islamic organizations both here and abroad.

Further, the 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. The 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.

ARTICLE IV

DURATION

The Corporation's duration shall be perpetual, unless it is hereafter dissolved according to law.

ARTICLE V

MEMBERSHIP

1. The Corporation shall have at least two classes of members: the Voting Members and the Non-Voting Members.

2. The members of the Board of Trustees shall be the Voting Members. To be eligible to become a member of the Board of Trustees, the person must also be a Non-Voting Member of the Corporation, as is described in this Article V, Section 3. The initial four members of the Board of Trustees are named herein. The members of the Board of Trustees shall have all the rights and privileges of members of the Corporation.

3. A Non-Voting Member shall not have the right to vote and shall be a person who meets the qualifications described herein and who agrees to be bound by these Articles of Incorporation, the corporate By-Laws, and any rules and regulations which the Board of Trustees may from time to time adopt. The corporate By-Laws may provide the Board of Trustees further discretionary powers relating to the admission of members.

4. Non-voting members shall include:

(a) All practicing Sunni Muslims will be eligible to be members of the Corporation.

(b) To be a member, one must:

(i) 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).

(ii) Work for and participate in regular activities.

(iii) Agree to be bound by these Articles of Incorporation, the corporate By-Laws, and any rules and regulations which the Board of Trustees may from time to time adopt.

5. Non-Voting Members are strictly forbidden from appealing for donations or collecting money in the name of the corporation, either on the property of the corporation or elsewhere, under any circumstances whatsoever. Any non-voting member found collecting money in the name of the corporation (masjid) will be prosecuted to the fullest extent of the law.

6. The corporate By-Laws may provide for additional classes of non-voting members, who shall be admitted in such manner and who shall have such rights and privileges as are set forth in the By-Laws, but who shall not have the right to vote.

ARTICLE VI

MANAGEMENT

The management of the Corporation shall consist of the Board of Trustees and the Board of Directors, all as more particularly described in Articles VII and VIII.

ARTICLE VII

BOARD OF TRUSTEES

1. The powers of the Corporation shall be exercised, its properties controlled, and its affairs and business conducted and managed by the Board of Trustees.

2. The membership of the Board of Trustees will be permanent unless a Trustee resigns, dies, leaves the area or is disqualified to be a member of the Corporation. The members of the Board of Trustees are:

Bashir H. Khan, 2350 Old Vineland Road, Kissimmee, Florida 34746

Aman U. Khan, 2350 Old Vineland Road, Kissimmee, Florida 34746

Ihsan U. Khan, 2350 Old Vineland Road, Kissimmee, Florida 34746

Qaim Ullah Khan, 2350 Old Vineland Road, Kissimmee, Florida 34746

3. The Trustees shall hold office until their successors are duly qualified.

4. Hereafter, if any member of the Board of Trustees dies or resigns, or otherwise leaves office, the remaining members of the Board of Trustees shall select a replacement trustee by a majority vote. Successor members of the Board of Trustees shall be selected (and may be

removed) by a majority vote of the members of the Board of Trustees.

5. All Trustees must be United States citizens and must all reside in Orange or Osceola County in the State of Florida.

6. In the event of any dispute in any matter the decision of a majority of the Trustees will be final.

7. 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 the majority of the Trustees shall individually or collectively consent in writing to such action. Such written consent shall be filed with 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 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 written consent of the majority 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 facie evidence of such authority. Any action not approved by the majority of the Board of Trustees in accordance with the foregoing will not be considered valid and will be no force or effect.

8. Upon a resolution approved by a majority of the Board of Trustees at a meeting thereof, or upon the majority written consent of the Board of Trustees taken without a meeting thereof, any Trustee is authorized to sign and execute contracts legally binding the Corporation. Such contracts include, without limitation, construction, alterations, extensions, renovations, and repair work to the Corporation's existing properties, contracts to purchase or acquire other lands and properties to expand to additional locations, to demolish any part or all of the current improvements to develop new facilities, and contracts to sell any part or all of the current properties, leases, subleases, lease extensions, and lease renewal contracts. Any contract signed without the requisite authority of the Board of Trustees as further set forth in this paragraph shall be void and of no force or effect.

9. The Board of Trustees is not authorized to transfer, sell, or convey any part of or all of the Corporation's property located at 2350 Old Vineland Road, Kissimmee, Florida 34746 to either Islamic Circle of North America (ICNA) or Islamic Society of North America (ISNA).

10. The Board of Trustees shall deposit any construction funds collected by the corporation in a separate account at the same bank used by the Corporation, a Construction Fund account, and shall maintain those funds in that account until the completion of the construction project, after which that bank account shall be closed.

11. The Board of Trustees is not authorized to transfer, sell, or convey any part of or all of the Corporation's property located at 2350 Old Vineland Road, Kissimmee, Florida 34746 for any reason other than to replace the existing mosque and related facility located thereon with another one or to develop a larger mosque and related facility. All proceeds of any transfers, sales, or conveyances of any parts of or all of the Corporation's property located at 2350 Old Vineland Road, Kissimmee, Florida 34746 may be used only to purchase another mosque and related facility

or to develop a larger mosque and related facility.

12. All corporate documents, such as deeds, certificates of title, corporate minutes, articles of incorporation, by-laws, and other such original documents shall be maintained by Trustee Bashir H. Khan at his office, presently at 5001 West Irlo Bronson Memorial Highway, Kissimmee, Florida 34746.

13. It is the Board of Trustees' express mandate that the Corporation's property at 2350 Old Vineland Rd., Kissimmee, Florida 34746 shall always be used to house a mosque for Sunni Muslims and for no other purpose. The Board of Trustees shall take all steps necessary and proper to effectuate the foregoing mandate.

ARTICLE VIII

BOARD OF DIRECTORS (SHURA MEMBERS)

1. The Directors (Shura Members) shall be the principal executive officers of the Corporation and shall in general supervise and control all of the business and affairs of the Corporation, subject to the control of the Board of Trustees.

2. No Director shall serve on the board of any other mosque or religious institution during such Director's term on the Board hereof. The Board of Trustees may remove, at their discretion, any Director upon receiving any information that such Director is in violation of the terms of this paragraph.

3. The Directors (Shura Members) are appointed by the Board of Trustees and may be removed by the Board of Trustees. The Board of Directors (Shura Members) shall consist of from one to five members, at the discretion of the Board of Trustees. Directors can never be elected and any prospective Director that attempts to hold an election from such position will be barred by the Board of Trustees from holding such office at any time in the future.

4. The terms of the Directors (Shura Members) shall be as the Board of Trustees determine from time to time. The Board of Trustees may remove from that office any Director (Shura Member) without cause at any time.

5. All Directors (Shura Members) must be United States Citizens and must maintain a permanent residence within thirty miles of the principal place of business of the Corporation for no less than the twelve months preceding their appointment as Directors. Any Director (Shura Member) who fails to attend three consecutive meetings of the Board of Directors (Shura Members) without prior permission from the Board of Trustees will be terminated as a Director.

6. No members of the Board of Directors (Shura Members) are authorized to sign or to execute any contract legally binding the Corporation. Any such document signed by any members of the Board of Directors (Shura Members) shall be null and void and of no effect upon the Corporation. Any contracts or proposals for contracts shall be submitted by the Directors to the Board of Trustees for its decision.

7. Directors (Shura Members) may collect donations for the corporation, and they are to collect funds on Friday after Jumma prayers. This collection is to be used for the purpose of paying wages to the Imam (Priests), and for paying only for the utilities (e.g., electric and telephone bills), property insurance, landscape maintenance and any other legitimate repair required for the Mosque.

8. Directors (Shura Members) are not permitted to use any of the corporation's funds to make any payments to any suppliers or vendors, or to make any donations from masjid funds.

9. Directors (Shura Members) are not permitted to transfer any donations collected for or by the masjid to any other organization.

ARTICLE IX

OFFICERS

1. The officers shall consist of a President/Ameer, a deputy Ameer, a Treasurer, and an Education Secretary. The Corporation may have such other officers as may be provided in the corporate By-Laws.

2. The officers are appointed by the Board of Trustees.

3. The terms of the officers shall be as the Board of Trustees determine from time to time. The Board of Trustees may remove from that office any officer without cause at any time.

ARTICLE X

PRIEST

1. The Priest is appointed by the Board of Trustees.

2. The term of office of the Priest is one year from the date of his appointment.

3. The priest must be a United States citizen.

4. The Priest shall: (a) conduct the daily prayers; (b) conduct the Friday special prayers; (c) teach the children of Members the Islamic studies; and (d) have such other duties as the Board of Trustees may, from time to time, assign to him.

5. The Priest's moral conduct must be of high standard and serve as a moral example to the Members and their children.

6. At the end of the term of office of the Priest, he may not be re-appointed unless the Board of Directors recommend it. The Board of Directors shall take into consideration the progress the masjid has made over the Priest's term of office, including the education of the Members' children.

7. The Priest has no authority to and cannot appoint any other officer.

ARTICLE XI

PRINCIPAL OFFICE & REGISTERED OFFICE & AGENT

The Corporation's registered office remains at 2350 Old Vineland Road, Kissimmee, Florida 34746. The name of the individual who shall continue to serve as the Corporation's initial Registered Agent at that address is Qaim Ullah Khan.

ARTICLE XII

BY-LAWS

Corporate By-Laws 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 provision of these Articles of Incorporation. Any amendments to the corporate By-laws shall be binding on the Corporation's members.

ARTICLE XIII

AMENDMENTS

Amendments to these Articles of Incorporation may be made by a resolution adopted by the Board of 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(c)(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 contribution to which are deductible

under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

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(c)(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 purposes.

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 the 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 the Corporation except as conferred by a statute, the By-Laws, or authorized by the Board of Trustees.

ARTICLE XVII

NON-STOCK BASIS

The corporation is organized and shall be operated on a non-stock 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 of stock or other certificate or writings evidencing an ownership or proprietary interest in the corporation.

THE UNDERSIGNED, the Corporation's President, certifies that these Third Articles of Amendment to the Articles of Incorporation of Darul Uloom of Florida, Inc. have been approved by a Resolution of the Board of Trustees of the Corporation, and that he has executed these Third Articles of Amendment to the Articles of Incorporation of Darul Uloom of Florida, Inc. on this 15 day of Sept, 2022.

DARUL ULOOM OF FLORIDA, INC.

By: [Signature]
Qaim Ullah Khan, President

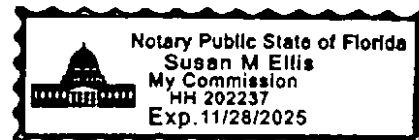
DATE: 9/15/22

State of Florida

County of OSCEOLA

Sworn to and subscribed before me, by means of ✓ physical presence or online notarization, this 15 of Sept, 2022, by QAIM KHAN who has/have produced as identification or who are personally known to me.

[Signature]
Notary Public
Print Name: SUSAN M. ELLIS



September 15, 2022

The date of each amendment(s) adoption: _____, if other than the date this document was signed.

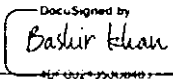
Effective date if applicable: _____
(no more than 90 days after amendment file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Adoption of Amendment(s) (CHECK ONE)

- ☐ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.
- ☒ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated 11/8/2022 _____

Signature  _____

(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Bashir Khan

(Typed or printed name of person signing)

Member of the Board of Trustees

(Title of person signing)