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*Amend.*

AUG 03 2016

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**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** Islamic Center of South Lake County, Inc.

**DOCUMENT NUMBER:** N99000002695

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

Please return all correspondence concerning this matter to the following:

Randy S. Razack

(Name of Contact Person)

Islamic Center of South Lake County, Inc.

(Firm/ Company)

P.O. Box 2293

(Address)

Minneola, FL 34755

(City/ State and Zip Code)

US27masjid@gmail.com

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

For further information concerning this matter, please call:

Randy S. Razack

(Name of Contact Person)

at 352-406-7017

(Area Code) (Daytime Telephone Number)

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

- |   |  |   |  |
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|---|--|---|--|

**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

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TALLAHASSEE, FL  
SECRETARY OF STATE

**ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF**

**Islamic Center of South Lake County, Inc.**

**Document No. N99000002695**

Pursuant to the provisions of Section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following amendments to its articles of incorporation.

**FIRST:** The following amendments to the articles of incorporation and amendments were adopted by the corporation: **Amending and Modifying Articles IV through XVII.**

**ARTICLE IV: ELECTION OF DIRECTORS**

**Section 1: NUMBER**

The number of Directors of the Corporation shall be seven (7). They shall be collectively known as the Board of Directors ("**BoD**")

**Section 2: QUALIFICATIONS**

Directors shall be of the age of 18 and over. Other qualifications for directors of this corporation shall be as follows:

Directors shall follow the teachings of the Quran and Sunnah of the Prophet Muhammad (SAW).

Directors should support the objectives of the Islamic Center of South Lake County, Inc's.

**Section 3: POWERS**

The Board of Directors shall adhere to the Bylaws of this corporation and the laws of the State of Florida

**Section 4: DUTIES**

It shall be the duty of the directors to:

- a. Perform any and all duties imposed on them collectively or individually by law, by the Articles of Incorporation, or by these Bylaws;

## **Articles of Amendment**

### **Islamic Center of South Lake County, Inc.**

- b. Appoint and remove, employ and discharge, and, except as otherwise provided in these Bylaws, prescribe the duties and fix the compensation, if any, of all officers, agents and employees of the corporation;
- c. Supervise all officers, agents and employees of the corporation to assure that their duties are performed as required;
- d. Meet at such times and places as required by these Bylaws;
- e. Register their addresses and contact information with the Secretary of the Corporation.

### **Section 5: STRUCTURE OF THE BOARD**

The Board of Directors shall consist of a Chairman, a Secretary, a Treasurer and 4 (four) other members.

The Chairman, Secretary and Treasurer shall be elected by a majority of the Directors.

The Board of Directors can hold more than one portfolio of responsibility.

There can be no more than 2 (two) directors from the same family.

### **Section 6: TERM OF OFFICE**

Each director shall hold office for a period of 4 (four) years. A director can be removed by a simple majority of directors for gross misconduct, unable to perform, or deliberate violation Islamic Center of South Lake County, Inc. bylaws. A director is automatically disqualified if he violates the laws of Florida or the United States. Missing 3 consecutive board meetings without legitimate reason will automatically disqualify a director.

### **Section 7: COMPENSATION**

Directors shall serve without compensation. In addition, they shall be allowed reasonable advancement or reimbursement of expenses incurred in the performance of their duties.

### **Section 8: PLACE OF MEETINGS**

Meetings shall be held at the principal office of the corporation unless otherwise provided by the board or at such place as may be designated from time to time by decision of the Board of Directors.

**Articles of Amendment  
Islamic Center of South Lake County, Inc.**

**Section 9: MEETINGS**

Meetings of the Board of Directors shall be called at the discretion of the Chairman or by a majority of the Directors.

**Section 10: NOTICE OF MEETINGS**

Unless otherwise provided by the Articles of Incorporation, these Bylaws, or provisions of law, the following provision shall govern the giving of notice for meetings of the Board of Directors:

At least one week prior notice shall be given by the Secretary of the Corporation. Such notice may be oral or written, may be given personally, by first class mail, email or by telephone, and shall state the place, date and time of the meeting and the matters proposed to be acted upon at the meeting.

**Section 11: QUORUM FOR MEETING**

A quorum shall consist of 5 (five) members of the Board of Directors. Persons participating by telephone are counted as part of the quorum. Except as otherwise provided under the Articles of Incorporation, these Bylaws, or provisions of law, no business shall be considered by the board at any meeting at which the required quorum is not present, and the only motion which the Chair shall entertain at such meeting is a motion to adjourn.

**Section 12: MAJORITY ACTION AS BOARD ACTION**

Every act or decision done or made by the majority of the Directors present at a meeting held at which a quorum is present is the act of the Board of Directors.

**Section 13: CONDUCT OF MEETINGS**

Meetings of the Board of Directors shall be presided over by the Chairman of the Board and in his absence, by a Chairman chosen by a majority of the directors present at the meeting. The Secretary of the corporation shall act as secretary of all meetings, provided that, in his absence, the chairman shall appoint another person to act as secretary of the Meeting.

**Section 14: VACANCIES**

Any director may resign effective upon giving notice to the Chairman of the Board,

## **Articles of Amendment**

### **Islamic Center of South Lake County, Inc.**

the Secretary, or the Board of Directors, unless the notice specifies a later time for the effectiveness of such resignation. No director may resign if the corporation would then be left without a duly elected director or directors in charge of its affairs, except upon giving notice to the Office of the Attorney General or other agency of this State.

No directors may be removed from office without cause. Unless otherwise prohibited by the Articles of Incorporation, these Bylaws or provisions of law, vacancies on the board may be filled by approval of the Board of Directors. If the number of directors then in office is less than a quorum, vacancies on the board may be filled by approval of a majority of the directors.

### **Section 15: NONLIABILITY OF DIRECTORS**

The Directors shall not be personally liable for the debts, liabilities, or other obligation of the corporation.

### **Section 16: DUTIES OF CHAIRMAN**

The Chairman will serve at the pleasure of the Board and shall, subject to the control of the Board of Directors, supervise and control the affairs of the corporation and the activities of the officers. He shall perform all duties incident to his office and such other duties as may be required by law, by the Articles of Incorporation, or these Bylaws, or which may be prescribed from time to time by the Board of Directors.

### **Section 17: DUTIES OF SECRETARY**

The Secretary shall:

Certify and keep at the principal office of the corporation the original, or a copy of these Bylaws as amended or otherwise altered to date.

Keep at the principal office of the corporation or at such other place as the board may determine, a book of minutes of all meetings of the directors, and, if applicable, meetings of all committees of directors and of members, recording therein the time and place of holding, how called, how notice thereof was given, the names of those present or represented at the meetings, and the proceedings thereof.

Keep at the principal office of the corporation a membership book containing the name and address of each and any members, and, in the case where any membership has been terminated, he shall record such fact in the membership book together with the date on which such membership ceased.

Exhibit at all reasonable times to any director of the corporation, or to his agent or

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### **Islamic Center of South Lake County, Inc.**

attorney, on request therefore, the Bylaws, the membership book, and the minutes of the proceedings of the directors of the corporation.

## **Section 22: DUTIES OF TREASURER**

The Treasurer shall:

Have charge and custody and be responsible for all funds, and deposit all such funds in the name of the corporation in such banks as shall be selected by the Board of Directors.

Receive, and give receipt for, monies due and payable to the corporation from any source whatsoever.

Disburse, or cause to be disbursed, the funds of the corporation as may be required by the Board of Directors, taking proper vouchers for such disbursements.

Exhibit at all reasonable times the books of account and financial records to any director of the corporation, or to his agent or attorney, on request therefore.

In general, perform all duties incident to the office of Treasurer and such other duties as may be required by law, by the Articles of Incorporation, or by these Bylaws, or which may be assigned to him from time to time by the Board of Directors.

Except as otherwise specifically determined by resolution of the Board of Directors, or as otherwise required by law, checks, drafts, promissory notes, orders for the payment of money, and other evidence of indebtedness of the corporation shall be signed by the Treasurer and countersigned by a designated Board member.

## **ARTICLE V: CORPORATE RECORDS AND REPORTS**

### **Section 1: MAINTENANCE OF CORPORATE RECORDS**

The corporation shall keep at its principal office:

- a. Minutes of all meetings of directors, committees of the board and all members, indicating the time and place of holding such meetings, whether regular or special, how called, the notice given, and the names of those present and the proceedings thereof;
- b. Adequate and correct books and records of account, including accounts of its properties and business transactions and account of its assets, liabilities, receipts, disbursements, gains and losses;
- c. A record of its members indicating their names, addresses and phone numbers.

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Islamic Center of South Lake County, Inc.**

d. A copy of the corporation's Articles of Incorporation and Bylaws as amended to date, which shall be open to inspection by members of the corporation at all reasonable times.

**Section 2: DIRECTORS' INSPECTION RIGHTS**

Every director shall have the absolute right at any reasonable time to inspect all books. The copying of records and documents will require Board's clearance. Any Board member can inspect the physical properties of the organization and shall have such other rights to inspect the books, records and properties of this organization as may be required under the Articles of Incorporation, other provisions of these Bylaws, and provisions of law.

**Section 3: MEMBERS' INSPECTION RIGHTS**

Each and every member shall have the following inspection rights, for a purpose reasonably related to such person's interest as a member:

To inspect at any reasonable time the books, records, or minutes of proceedings of the members or of the board or committees of the board, upon written demand on the Secretary of the organization by the member, for a purpose reasonably related to such person's interest as a member.

**Section 4: RIGHT TO INSPECT**

Any inspection under the provisions of this Article may be made by a member or his or her attorney and right to inspection shall exclude the right to copy and make extracts.

**ARTICLE VI: IRC 501(c)(3) TAX EMEMPTION PROVISIONS**

**Section 1: LIMITATIONS ON ACTIVITIES**

No substantial part of the activities of this corporation shall be carrying on of propaganda or otherwise attempting to influence legislation [except as otherwise provided by Section 501(h) of the Internal Revenue Code] and this corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidates for public office.

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### **Islamic Center of South Lake County, Inc.**

Notwithstanding any other provisions of these Bylaws, this corporation shall not carrying on any 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.

#### **Section 2: DISTRIBUTION OF ASSETS**

Upon the dissolution of this corporation, its assets after payment, or provision for payment, of all debts and liabilities of this organization shall be distributed for one or more exempt purposes within the meaning of Section 510(c) (3) of the Internal Revenue Code to recognized National non-profit Islamic organizations. Such distribution shall be made in accordance with all applicable provisions of the laws of this state.

#### **Section 3: DISSOLUTION PROCESS**

A decision to dissolve the organization can only be reached after the Board of Directors approve by 2/3 majority vote and then brought to General Body meeting held for that purpose and requires approval by at least 4/5 of the members of the organization.

## **ARTICLE VII: AMENDMENT OF BYLAWS**

#### **Section 1: AMENDMENT**

Subject to the powers of the members of this corporation to adopt, alter, change, amend or repeal the Bylaws of this corporation and except as may otherwise be specified under provisions of law, these Bylaws, or any of them, may be altered, changed, modified, amended, or repealed and new Bylaws adopted by 75% majority of the total membership. Any proposed amendments shall be sent to the Board of Directors no later than 30 days before a general membership meeting, and shall be reviewed by the Board of Directors. Such amendments after being approved by the board shall be placed on the agenda for the Membership meeting and must be approved by a 75% majority of the total membership. If there are not enough people present at the meeting in person or by proxy, then the amendment cannot pass.

**However, the following articles of the bylaws of the Article of Incorporation cannot be amended: Articles 1, 2, & 3**

## **ARTICLE VIII: CONSTRUCTION AND TERMS**

If there is any conflict between the provisions of these Bylaws and the Articles of Incorporation of this organization, the provisions of the Articles of Incorporation shall govern.

## **Articles of Amendment**

### **Islamic Center of South Lake County, Inc.**

Should any of the provisions or portions of these Bylaws be held unenforceable or invalid for any reason, the remaining provisions and portions of these Bylaws shall be unaffected by such holding.

All references to these Bylaws to the Articles of Incorporation shall be to the Articles of Incorporation filed with an office of this state and used to establish the legal existence of this corporation.

All references in these Bylaws to a section or sections of the Internal Revenue Code shall be to such sections of the Internal Revenue Code of 1986 as amended from time to time, or to corresponding provisions of any future federal tax code.

## **ARTICLE IX: MEMBERS**

### **Section 1: DETERMINATION AND RIGHTS OF MEMBERS**

The organization shall have only one class of members. No member shall hold more than one membership in the corporation. Except as expressly provided in or authorized by the Articles of Incorporation, the Bylaws of this corporation, or provisions of law, all memberships shall have the same rights, privileges, restrictions and conditions.

### **Section 2: QUALIFICATION OF MEMBERS**

The qualifications for membership in this organization are as follows: Members should actively support the objectives of the Islamic Center of South Lake County, Inc.

### **Section 3: ADMISSION OF MEMBERS**

All applications for membership shall be presented promptly for consideration and investigation to the Board of Directors or to an admissions committee, if an admissions committee has been appointed by the Board of Directors.

### **Section 4: FEES AND DUES**

- a. The annual dues payable to the corporation by each member shall be \$120.00
- b. Membership dues must be paid by the end of March of each year.

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**Islamic Center of South Lake County, Inc.**

**Section 5: NUMBER OF MEMBERS**

There is no limit on the number of members the corporation may admit.

**Section 6: MEMBERSHIP BOOK**

The corporation shall keep a membership book containing the name and contact information of each member. Termination of the membership of any member shall be recorded in the book, together with the date of the termination of such membership. Such book shall be kept at the corporation's principal office

**Section 7: NONLIABILITY OF MEMBERS**

A member of this organization is not, as such, personally liable for debts, liabilities, or obligations of the corporation.

**Section 8: NONTRANSFERABILITY OF MEMBERSHIPS**

No member may transfer a membership or any right arising there from. All rights of membership cease upon the member's death.

**Section 9: TERMINATION OF MEMBERSHIP**

The membership of a member shall terminate upon the occurrence of any of the following events:

- a. Upon his or her written notice of such termination delivered to any director of the organization personally or by mail, such membership to terminate upon the date of delivery of the notice or of deposit in the mail.
- b. If this corporation has provided for the payment of dues by members, upon a failure to renew his or her membership by paying dues on or before their due date, such termination should be effective thirty (30) days after a written notification of delinquency is given personally or mailed to such member by the Secretary of the organization. A member may avoid such termination by paying the amount of delinquent dues within a thirty (30) days period following the member's receipt of the written notification of delinquency.
- c. After providing the member with reasonable written notice and an opportunity to be heard either orally or in writing, upon a determination by the Board of Directors that the member has engaged in conduct materially and seriously prejudicial to the interest or purposes of the corporation. Any person expelled

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Islamic Center of South Lake County, Inc.**

from the corporation shall receive a full refund of dues already paid for the current period.

**ARTICLE X: MEETINGS OF MEMBERS**

**Section 1: PLACE OF MEETINGS**

Meetings of members shall be held at the principal office of the corporation or at such other places may be designated from time to time by the decision of the Board of Directors.

Meetings of the members shall be called by the Board of Directors.

**Section 2: NOTICE OF MEETINGS**

Unless other provided by the Articles of Incorporation, these Bylaws, or provisions of law, notice stating the place, day and time of the meeting and, in the case of a special meeting, the purpose or purposes for which the meeting is called, and shall be delivered not less than (5) nor more than thirty (30) days before the date of the meeting, either personally or by mail, by the direction of the Secretary to each member.

**Section 3: QUORUM FOR MEETINGS**

A quorum shall consist of 75% of the members of the corporation. Persons participating by proxy are counted as part of the quorum.

Except as otherwise provided under the Articles of Incorporation, these Bylaws, or provisions of law, no business shall be considered by the membership at any meeting at which the required quorum is not present, and the only motion which the Chair shall entertain at such meeting is a motion to adjourn.

**Section 6: VOTING RIGHTS**

Eligibility to vote requires members to have been paid members for a minimum of 12 (twelve) consecutive months prior to election day. Each member is entitled to one vote on each matter submitted to a vote by the members. Voting at duly held meetings shall be by voice vote, ballot or proxy.

# Islamic Center of South Lake County, Inc.

*P.O. Box 2293, Minneola, FL 34755*

**A NOT-FOR-PROFIT RELIGIOUS ORGANIZATION**

**STATEMENT OF REVENUE & EXPENSES-JANUARY 1, 2016-MARCH 31, 2016**

## **Revenue**

Contributions	\$	5,022.00
Membership Fee		3,180.00
Events & Other Income		<u>1,030.00</u>

**Total Revenue**      \$      **9,232.00**

## **Expenses**

Construction (Patio)	\$	626.34
Supplies		48.00
Mailbox Rental		40.00
Internet		162.69
Utilities		<u>648.94</u>

**Total Expenses**      \$      **1,525.97**

**Net Revenue**      \$      **7,706.03**

**B/F 12/31/2015**      \$      **108,133.71**

**Current Bank Balance as**  
**Of 03/31/2016**      \$      **115,839.74**

*Prepared by Randy Razack-Treasurer. (352) 406-7017 05/02/2016*

*Certified by:*

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

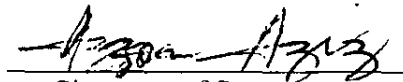
**Articles of Amendment  
Islamic Center of South Lake County, Inc.**

**SECOND:** The date of Adoption of the amendments was 07/13/2016

**THIRD:** Adoption of Amendments:

- ☒ The amendments were adopted by the members and the number of votes cast for the amendments was sufficient for approval.
- ☐ There are no members or members entitled to vote on the amendments.  
The amendments were adopted by the board of trustees.

Islamic Center of South Lake County, Inc.

  
Signature of Secretary

Azzam Aziz  
Typed or printed name

07/13/2016  
Date

FILED  
16 JUL 25 PM 3:08  
SECRETARY OF THE  
ISLAMIC CENTER OF SOUTHLAKE COUNTY, INC.