Attachment "A"
(Page 1 of 5)

The Commonwealth of Massachusetts

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

ARTICLES OF ORGANIZATION
(General Laws, Chapter 180)

ARTICLE I

The exact name of the corporation is:

Islamic Academy of New England, Inc.

ARTICLE II

The purpose of the corporation is to engage in the following activities:

This corporation is organized exclusively for one or more of the purposes as specified in section 501(c)(3) of the Internal Revenue Code, including, for such purposes, the making of distribution to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

The specific purpose for which this corporation is organized is to operate and form private schools in the state of Massachusetts to teach an excellent curriculum in all subjects taught in the public schools plus the religion of Islam and the Arabic language.

The Academy is committed to providing a quality education in an Islamic environment. The school(s) is/are dedicated to maintaining academic standards well above that of other schools in the area. The objective of the Academy is to provide the community with well learned youth with a Muslim character. Our educational program goes beyond mere instruction in academics; it is a complete program designed to teach Islamic values and the Islamic way of life.

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Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on one side only of separate 8 1/2 x 11 sheets of paper with a left margin of at least 1 inch. Additions to more than one article may be made on a single sheet so long as each article requiring each addition is clearly indicated.

Attachment
Page 2 of 2

ARTICLE III

...authorized to issue, the designation of such classes, the manner ...
...and voting, including voting rights, of the ...
...may be set forth below:

members

ARTICLE IV

...provisions, if any, for the conduct and regulation of the business and affairs of the corporation, for its ...
...creating, defining, or regulating the powers of the corporation, or of its directors or members, ...
...are as follows: Upon the dissolution of this corporation, ...
...ity, after payment or provision for payment, of all ...
...be given to the Islamic Center of New England, ...
...poration, or to other tax-exempt corporations with ...
...Section 501(c)(3) of the Internal Revenue Code. (2) ...
...part of the activities of this corporation shall ...
...propaganda or influencing legislation (except as ...
...the Internal Revenue Code). (3) No part of the ...
...poration shall inure to the benifit of its members, directors ...
...persons, except that this corporation shall be authorized ...
...compensation for services rended in furtherance of the ...
...forth in thes Articles. (4) This corporation shall not carry ...
...activities not permitted to be carried on by a corporation ...
...Federal Income tax under section 501(c)(3) or by a corporation ...
...to which are deductible under section 170(c)(2) of the Internal ...
...Code. (5) In any taxable year in which this corporation is a private ...
...described in Section 509(a) of the Internal Revenue Code, ...

ARTICLE V (see continuation)

...corporation have been duly adopted and the initial directors, president, treasurer and clerk or other ...
...or recording officers, whose names are set out on the following page, have been duly elected.

...no provisions, state "None".
...following four (4) articles are considered to be permanent and may only be changed by filing appropriate Articles of Amendment.

ARTICLE VI

[illegible] and filed by the Secretary [illegible] shall not be more than thirty days after the date [illegible]

ARTICLE VII

[illegible] in Article VII is not a provision of one of the Articles of Organization.

[illegible] boxes are not acceptable) of the principal office of the corporation in Massachusetts:

[illegible] ue, Sharon MA 02067

[illegible] and post office address of each director and officer of the corporation is as follows:

TITLE	RESIDENTIAL ADDRESS	POST OFFICE ADDRESS
Abdel-Basit Abou-Samra	84 Rocky Knoll Dr. Stoughton MA 02072	
[illegible] Allie	206 Burkhall St #307 South Weymouth MA	
[illegible] ElShaer, 1 Rocky Ridge Circle, Taunton MA		
[illegible] Dawoji, 200C Stone Street, Walpole MA		
[illegible] Shahzad, 11 Vinton St., Randolph, MA		
Tanweer-ul Hasan Zaidi, 334 Walpole St. [illegible]		

5. The fiscal year of the corporation shall end on the last day of the month of: August

6. The name and business address of the resident agent, if any, of the corporation is:
Abdel B Abou-Samra, 84 Chase Drive, Sharon MA 02067

7. We, the above signed incorporator(s), do hereby certify under the pains and penalties of perjury that I/we have not been convicted of any crimes relating to alcohol or gaming within the past ten years. I/We do hereby further certify that to the best of my/our knowledge the above-named officers have not been similarly convicted. If so convicted, explain.

[illegible] OF AND UNDER THE PAINS AND PENALTIES OF PERJURY, I/we, whose signature(s) appear[illegible] name(s) and business or residential address(es) *are clearly typed or printed* beneath each signature, [illegible] the intention of forming this corporation under the provisions of General Laws, Chapter 180, [illegible] cles of Organization as incorporator(s) this 31 day of August, 19 94.

Abou-Samra

Abdel Samra

[illegible] acting as incorporator, type in the exact name of the corporation, the state or other jurisdiction where [illegible] person signing on behalf of said corporation and the title he/she holds or other authority by which

Section of Article IV

Section 1) shall distribute its income for each year at such time and manner as not to subject it to tax under section 4942 of the Internal Revenue Code; 2) shall not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code; 3) shall not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code; 4) shall not make any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code; and 5) shall not make any taxable expenditures a defined is section 4945(d) of the Internal Revenue Code.

Attachment
Page 6 of 6

THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF ORGANIZATION

(General Laws, Chapter 180)

I hereby certify that upon examination of these Articles of Organization, duly submitted to me, it appears that the provisions of the General Laws relative to the organization of corporations have been complied with, and I hereby approve said articles; and the filing fee in the amount of $ [illegible] having been paid, said articles are deemed to have been filed with me this 31st day of August 1999.

Effective date: _____

William Francis Galvin

WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth

99 AUG 31 PM 2:49
SECRETARY OF THE COMMONWEALTH

TO BE FILLED IN BY CORPORATION
Photocopy of document to be sent to:

Abdul B Abou-Samra
84 Chase Drive
Sharon MA 02067

Telephone: 781 784-0519

NO. 000678057

Attachment "B"
Page 1 of 4

The Commonwealth of Massachusetts

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

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RESTATED ARTICLES OF ORGANIZATION
(General Laws, Chapter 180, Section 7)

We, Abdul B. Abou-Samra, *President /*Vice-President,

and Fatima Allie, *Clerk /*Assistant Clerk,

of Islamic Academy of New England, Inc.
(Exact name of corporation)

located at 84 Chase Drive, Sharon MA 02067
(Street address of corporation in Massachusetts)

do hereby certify that the following Restatement of the Articles of Organization was duly adopted at a meeting

held on August 31, 1999, by a vote of:

_____ members, the (6) directors, or _____ shareholders,

being at least two-thirds of its members/directors legally qualified to vote in meetings of the corporation (or, if the case of a corporation having capital stock, by the holders of at least two thirds of the capital stock having the right to vote therein):

ARTICLE I

The name of the corporation is:

Islamic Academy of New England, Inc.

ARTICLE II

The purpose of the corporation is to engage in the following activities:

This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

The specific purposes for which this corporation is organized is to form full-time schools in the state of Massachusetts to teach an excellent curriculum in all subjects taught in the public schools in Massachusetts plus the religion of Islam and the Arabic language.

The Academy is committed to providing children with quality education in an Islamic environment. The school is dedicated to maintaining academic standards well above that of other schools in the area. The objective of the academy is to provide the community with well learned youth with a Muslim character. Our educational program will go beyond mere instruction in academics; it will be a complete program designed to teach Islamic values and the Islamic way of life.

8-31-99

ARTICLE III

The corporation may have one or more classes of members. If it does, the designation of such classes, the manner of election or appointment, the duration of membership and the qualification and rights, including voting rights, of the members of each class may be set forth in the by-laws of the corporation or may be set forth below:

NO MEMBERS

ARTICLE IV

Other lawful provisions, if any, for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the corporation, or of its directors or members, or of any class of members, are as follows:

1. Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be given to the Islamic Center of New England, a tax-exempt corporation or corporations organized under the meaning of Section 501(c)(3) of the Internal Revenue Code.
2. No substantial part of the activities of this corporation shall consist of carrying on 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 candidate for public office.
3. No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that this 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 these Articles.
4. Notwithstanding any other provision of these Articles, this corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.
5. In any taxable year in which this corporation is a private foundation as described in Section 509(a) of the Internal Revenue Code, the corporation 1) shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Internal Revenue Code; 2) shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code; 3) shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code; 4) shall not make any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code; and 5) shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

ARTICLE V

The by-laws of the corporation have been duly adopted and the initial directors, president, treasurer and clerk or other presiding, financial or recording officers, whose names are set out on the following page, have been duly elected.

**If there are no provisions, state "None".*
Note: The preceding four (4) Articles are considered to be permanent and may only be changed by filing appropriate Articles of Amendment.

ARTICLE VI

The effective date of organization of the corporation shall be the date approved and filed by the Secretary of the Commonwealth. If a later effective date is desired, specify such date which shall not be more than *thirty days* after the date of filing.

ARTICLE VII

The information contained in Article VII is not a permanent part of the Articles of Organization.

a. The street address (post office boxes are not acceptable) of the principal office of the corporation *in Massachusetts* is:
84 Chase Dr. Sharon MA 02067

b. The name, residential address and post office address of each director and officer of the corporation is as follows:

	NAME	RESIDENTIAL ADDRESS	POST OFFICE ADDRESS
President:	Abdul Bari Abou-Samra,	79 Rocky Knoll Dr. Stoughton,	MA 02072
Treasurer:	Hasan Diwaji,	200 C Stone Street, Walpole, MA	
Clerk:	Fatima Allie,	200 Burkhall St #307 S. Weymouth, MA	
Director:	Abdul Fattah Elshaer,	1 Rocky Ridge Circle, Taunton, MA	
Director:	Saeed Shahzad,	11 Vinton St. Randolph, MA	
Director:	Tanweer-ul Hassan	Zaidi, 334 Walpole St. Sharon, MA	

c. The fiscal year of the corporation shall end on the last day of the month of: August

d. The name and business address of the resident agent, if any, of the corporation is:
Abdul B Abou-Samra, 84 Chase Drive Sharon MA 02067

I/We, the below signed incorporator(s), do hereby certify under the pains and penalties of perjury that I/we have not been convicted of any crimes relating to alcohol or gaming within the past ten years. I/We do hereby further certify that to the best of my/our knowledge the above-named officers have not been similarly convicted. If so convicted, explain.

IN WITNESS WHEREOF AND UNDER THE PAINS AND PENALTIES OF PERJURY, I/we, whose signature(s) appear below as incorporator(s) and whose name(s) and business or residential address(es) *are clearly typed or printed* beneath each signature, do hereby associate with the intention of forming this corporation under the provisions of General Laws, Chapter 180 and do hereby sign these Articles of Organization as incorporator(s) this 31 day of August, 1999.

Abou-Samra

Abdul B. Abou-Samra, President, 79 Rocky Knoll Dr. Stoughton MA 02072

Fatima Allie Secretary 200 Burkhall St Unit 307 S. Weymouth, Ma. 02190

FATIMA ALLIE

Note: If an existing corporation is acting as incorporator, type in the exact name of the corporation, the state or other jurisdiction where it was incorporated, the name of the person signing on behalf of said corporation and the title he/she holds or other authority by which such action is taken.

Attachment "B"
Page 4 of 4

THE COMMONWEALTH OF MASSACHUSETTS

RESTATED ARTICLES OF ORGANIZATION

(General Laws, Chapter 180, Section 7)

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I hereby approve the within Restated Articles of Organization and, the filing fee in the amount of $ 35.00 having been paid, said articles are deemed to have been filed with me this 1st day of September, 1999.

Effective Date: _____

William Francis Galvin

WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth

A TRUE COPY ATTEST
William Francis Galvin
WILLIAM FRANCIS GALVIN
SECRETARY OF THE COMMONWEALTH
DATE 10/4/00 CLERK

TO BE FILLED IN BY CORPORATION
Photocopy of document to be sent to:

Abdul B Abdu-Samra
84 Chase Drive, Sharon
MA 02067

Telephone: 781-784-0519

بسم الله الرحمن الرحيم

ISLAMIC CENTER OF NEW ENGLAND
74 Chase Dr. Sharon MA 02067; Tel. and Fax: 781-784-0434
470 South St. Quincy MA 02169; Tel: 617-479-8341, Fax: 617-471-9526

Question regarding the Islamic Academy of New England

Question 1: Do you endorse the decision of the Board of Directors that the Islamic Academy of New England (IANE) is structured as a full-time accredited Islamic school that is established by ICNE and that will remain as a subsidiary, autonomous part of ICNE; which is organized as a tax-exempt not-for-profit organization according to the attached structure (see attached articles of organization)?

( ) **Yes, I endorse the above decision.**

( ) **No, I do not endorse the above decision (the school shall remain as a committee according to the school proposal which was approved by the Board of Directors in 1996 and filed with the School Committee of the town of Sharon).**