

{STATE OF ALABAMA}

{SHELBY COUNTY}

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Shelby Cnty Judge of Probate, AL
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**ARTICLES OF INCORPORATION OF
BIRMINGHAM CULTURAL CENTER, INC.**

Pursuant to the provisions of the Alabama Non-Profit Corporation Act, the undersigned hereby adopts the following Articles of Incorporation.

ARTICLE I

NAME

The name of the Corporation shall be Birmingham Cultural Center, INC.

ARTICLE II

DURATION

The duration of the Corporation shall be perpetual.

ARTICLE III

PURPOSE

This Corporation is organized and operated exclusively for **charitable, cultural, educational, scientific and research purposes** within the meaning of Section 501(c) (3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended through efforts to:

(A) Solicit, seek, and accept funds, grants, endowments and contributions from the public, corporations, and organizations in support of the Corporation's activities and purposes, make distributions to organizations that qualify as exempt organizations under Section 501(c) (3) of the Internal Revenue Code or the corresponding section of any future federal tax code. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to the Corporation's purposes. The Corporation's assets shall be permanently dedicated to an exempt purpose.

(B) Sponsor, organize and promote **cultural** activities and develop programs that foster cultural awareness through seminars, meetings, workshops, lectures, research works, public discussions and cultural exhibits.

(C) Support, promote, offer and encourage **educational and scientific** services and activities including providing weekend private tutoring opportunities to children and adults in Arabic as a second language, English as a second language, religion and mathematics classes and after-school homework assistance especially for students with limited competency in these fields for the objective of promoting, encouraging, increasing and disseminating knowledge and awareness among the general public.

(D) Prepare, perform, conduct, distribute, support and publish non-partisan **studies**, translations and **research** works and activities dealing with educational and ethnographic issues and other fields that enhance the objectives and purposes of the Corporation. The Corporation shall cooperate with other exempt organizations that offer such studies, translations, and research works and activities.

(E) Help low-income families as well as newly arrived **immigrants** and international **students** adapt to the new environment and culture in the United States, increase general public awareness of the immigration and naturalization laws through courses and seminars about American civil societies, government departments and American history, and educate immigrants about the importance of active interrelating, engagement, mergence, integration and interacting with U.S society through programs aiming at immersing them in the society and creating successful acculturation to this society.

ARTICLE IV

LIMITATIONS


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(1) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to any Director or officer, nor to other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services actually rendered to the Corporation and to make payments and distributions in furtherance of the purposes set forth in this article.

(2) No substantial part of the activities of the Corporation shall constitute the carrying on of propaganda, or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the Corporation shall not participate in, or intervene in any political campaign on behalf of, or in opposition to, any candidate for public office.

(3) 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 as now enacted or hereafter amended.

ARTICLE V

DIRECTORS

The Corporation shall have no voting members. The management and affairs of the Corporation shall be at all times under the direction of a Board of Directors, whose operations in governing the Corporation shall be defined by statute and by the Corporation's by-laws. No Director shall have any right, title, or interest in or to any property of the Corporation.

The number of Directors constituting the Board of Directors shall be no less than three (3), and no more than five (5). The names and addresses of persons serving as Directors are as follows:

<u>Name</u>	<u>Address</u>
Nayef Y. Tarawneh	126 Falling Waters Ln., Maylene, AL 35114
Laith N. AlTarawneh	126 Falling Waters Ln., Maylene, AL 35114
Basil N. Al Tarawneh	126 Falling Waters Ln., Maylene, AL 35114



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ARTICLE VI

REGISTERED OFFICE AND REGISTERED AGENT

The location of the initial registered office of the Corporation shall be in the State of Alabama (Shelby County) and its mailing address shall be: 7030 Meadowlark Dr. Suite B, Birmingham, AL 35242.

The name of the initial registered agent at such address shall be Nayef Yasen Tarawneh.

ARTICLE VII

NAME /ADDRESS OF INCORPORATOR

The name and address of the incorporator is as follows:

Name

Address

Nayef Y. Tarawneh

126 Falling Waters Ln., Maylene, AL 35114

ARTICLE VIII

DEBT OBLIGATIONS AND PERSONAL LIABILITY

No Director or officer of this Corporation shall be personally liable for the debts or obligations of this Corporation of any nature whatsoever, nor shall any of the property of the Directors or officers be subject to the payment of the debts or obligations of this Corporation.

ARTICLE IX

DISSOLUTION

Upon the dissolution of the Corporation, assets shall be distributed by the Board of Directors, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the Corporation, for one or more exempt purposes within the meaning of section 501(c) (3) of the Internal Revenue Code, 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 the District Court of Shelby County exclusively for such purposes or to exempt organization or organizations, as said Court shall determine which are organized and operated exclusively for such purposes.

IN WITNESS THEREOF, the undersigned incorporator executed these Articles of

Incorporation on this the 14th day of October, 2010.

THIS DOCUMENT PREPARED BY:

Nayef Y. Tarawneh

Name of Incorporator

Signature of Incorporator

State of Alabama
Shelby County

Certificate of Corporation

Of

BIRMINGHAM CULTURAL CENTER, INC.

The undersigned, as Judge of Probate of Shelby County, State of Alabama, hereby
certifies that duplicate originals of Articles of Incorporation of

BIRMINGHAM CULTURAL CENTER, INC.

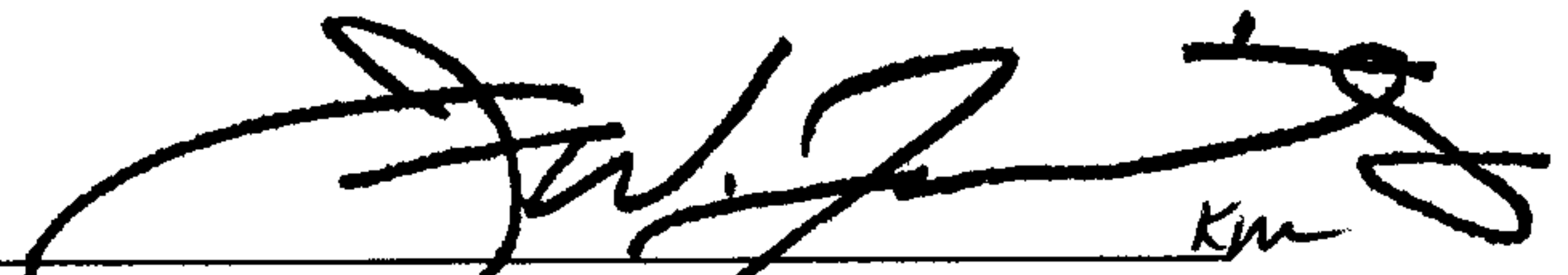
duly signed and verified pursuant to the provisions of Section Non Profit of the Alabama
Business Corporation Act, have been received in this office and are found to conform to
law.

ACCORDINGLY, the undersigned, as such Judge of Probate, and by virtue of the
authority vested in him by law, hereby issues this Certificate of Incorporation of

BIRMINGHAM CULTURAL, INC.

and attaches hereto a duplicate original of the Articles of Incorporation.

Given under my hand and Official
Seal on this the 14th day of
October, 2010



James W. Fahrmeister
Judge of Probate

