OFFICE OF THE SECRETARY OF STATE

JESSE WHITE • Secretary of State

JANUARY 31, 2003 6262-309-8

LEXIS DOCUMENT SERVICES, INC.
801 STEVENSON DR
SPRINGFIELD, IL 62703

RE COUNCIL ON AMERICAN ISLAMIC RELATIONS-CHICAGO CHAPTER

DEAR SIR OR MADAM:

ENCLOSED YOU WILL FIND THE ARTICLES OF INCORPORATION OF THE ABOVE NAMED CORPORATION. THE CORPORATION IS REQUIRED TO FILE AN ANNUAL REPORT EACH YEAR. BLANK FORMS WILL BE MAILED BY THIS OFFICE TO THE REGISTERED AGENT AS SHOWN BY OUR FILES APPROXIMATELY 60 DAYS PRIOR TO ITS ANNIVERSARY MONTH. (ORIGINAL DATE OF INCORPORATION).

THE REQUIRED FEE OF $50.00 IN THIS CONNECTION HAS BEEN RECEIVED AND PLACED TO YOUR CREDIT.

THIS DOCUMENT MUST BE RECORDED IN THE OFFICE OF THE RECORDER OF THE COUNTY IN WHICH THE REGISTERED OFFICE OF THE CORPORATION IS LOCATED. FOR FURTHER INFORMATION CONTACT YOUR RECORDER OF DEEDS.

CERTAIN NOT FOR PROFIT CORPORATIONS ORGANIZED AS A CHARITABLE CORPORATION ARE REQUIRED TO REGISTER WITH THE OFFICE OF THE ATTORNEY GENERAL. UPON RECEIPT OF THE ENCLOSED ARTICLES OF INCORPORATION, YOU MUST CONTACT THE CHARITABLE TRUST DIVISION, OFFICE OF THE ATTORNEY GENERAL, 100 W. RANDOLPH, 3RD FLOOR, CHICAGO, ILLINOIS 60601 TELEPHONE (312) 814-2595.

THE ISSUANCE OF THIS CERTIFICATE DOES NOT ENTITLE THE CORPORATION TO A PROPERTY TAX EXEMPTION. YOU MUST APPLY FOR THAT EXEMPTION THROUGH THE BOARD OF REVIEW IN THE COUNTY WHERE REAL ESTATE IS LOCATED.

THE DEPARTMENT OF BUSINESS SERVICES IS NO LONGER ISSUING A CERTIFICATE ATTACHED TO THE ARTICLES OF INCORPORATION AS OF FEBRUARY 15, 2002.

SINCERELY,

JESSE WHITE
SECRETARY OF STATE

DEPARTMENT OF BUSINESS SERVICES
CORPORATION DIVISION Springfield, Illinois 62756

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NFP-102.10
(Rev. Jan. 1999)

FILED
http://www.sos.state.il.us

JAN 31 2003

JESSE WHITE
SECRETARY OF STATE

ARTICLES OF INCORPORATION

SUBMIT IN DUPLICATE

Payment must be made by certified check, cashier's check, Illinois attorney's check, Illinois C.P.A.'s check or money order, payable to "Secretary of State."

DO NOT SEND CASH!

(Do Not Write in This Space)

Date 1-31-03

Filing Fee $50

Approved pb

TO: JESSE WHITE, Secretary of State 6262-3098

Pursuant to the provisions of "The General Not For Profit Corporation Act of 1986," the undersigned incorporator(s) hereby accot ine following Articles of Incorporation.

Article 1: The name of the corporation is: Council on American Islamic Relations- Chicago Chapter

Article 2: The name and address of the initial registered agent and registered office are:

Registered Agent Omar (First Name) Haydar (Middle Name) (Last Name)

Registered Office 7350 West 93rd St (Number / Street / (Do not use P.O. Box))

Bridgeview (City) IL 60455 (ZIP Code) Cook (County)

Article 3: The first Board of Directors shall be 10 (Not less than three) in number, their names and residential addresses being as follows:

Director's Names	Address Number	Street	City	State
Susan Janaan Hashim	312-666-3770	1507 W. Harrison St.	Chicago,	Illinois 60607
Hesham Hassaballa	630-989-0576	1114 Coventry Circle,	Glendale Hts,	Illinois 60139
Omar Haydar	708-309-6627	7050 Mather Ave #3e,	Chicago Ridge,	Illinois 60415
Mohammed Kaiseruddin	847-830-0711	204 Thelin Ct.	Wilmette,	Illinois 60091
Alim Elliott Khan	847-340-7876	1140 E. 46th St.	Chicago,	Illinois 60653(cont'd on attached)

Article 4. The purposes for which the corporation is organized are:

The Corporation is organized and shall be operated exclusively for charitable, benevolent, civic, scientific, research, religious and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any future United States Internal Revenue Law) (hereinafter the "Internal Revenue Code"); to engage in activities relating to the aforementioned purposes; and to invest in, receive, hold, use and dispose of all property, real or personal, as may be necessary or or desirable to carry into effect the aforementioned purposes. (cont'd on attached)

Is this corporation a Condominium Association as established under the Condominium Property Act? ☐ Yes ☑ No (Check one)

Is this corporation a Cooperative Housing Corporation as defined in Section 216 of the Internal Revenue Code of 1954? ☐ Yes ☑ No (Check one)

Is this a Homeowner's Association which administers a common-interest community as defined in subsection (c) of Section 9-102 of the code of Civil Procedure? ☐ Yes ☑ No

Article 5. Other provisions (please use separate page):

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Article 6. **NAMES & ADDRESSES OF INCORPORATORS**

The undersigned incorporator(s) hereby declare(s), under penalties of perjury, that the statements made in the foregoing Articles of incorporation are true.

Dated January 29 (Month & Day), 2003 (Year)

SIGNATURES AND NAMES	POST OFFICE ADDRESS
1. Signature	1. 7050 Mather Ave #3e (Street)
Omar Haydar (Name (please print))	Chicago Ridge, IL 60415 (City/Town, State, ZIP)
2. Signature	2. Street
Name (please print)	City/Town, State, ZIP
3. Signature	3. Street
Name (please print)	City/Town, State, ZIP
4. Signature	4. Street
Name (please print)	City/Town, State, ZIP
5. Signature	5. Street
Name (please print)	City/Town, State, ZIP

(Signatures must be in BLACK INK on original document. Carbon copied, photocopied or rubber stamped signatures may only be used on the true copy.)

- If a corporation acts as incorporator, the name of the corporation and the state of incorporation shall be shown and the execution shall be by its President or Vice-President and verified by him, and attested by its Secretary or an Assistant Secretary.
- The registered agent cannot be the corporation itself.
- The registered agent may be an individual, resident in this State, or a domestic or foreign corporation, authorized to act as a registered agent.
- The registered office may be, but need not be, the same as its principal office.
- A corporation which is to function as a club, as defined in Section 1-3.24 of the "Liquor Control Act" of 1934, must insert in its purpose clause a statement that **it will comply with the State and local laws and ordinances relating to alcoholic liquors.**

FOR INSERTS – USE WHITE PAPER – SIZE 8 1/2 x 11

File No. _____

FORM NFP-102.10
ARTICLES OF INCORPORATION
under the
GENERAL NOT FOR PROFIT
CORPORATION ACT
of

_____

SECRETARY OF STATE
DEPARTMENT OF BUSINESS SERVICES
CORPORATION DIVISION
SPRINGFIELD, ILLINOIS 62756
TELEPHONE (217) 782-9522
782-9523
(These Articles Must Be Executed and Filed In Duplicate)

Filing Fee $ _____
C-157.11

073.0019

Article 3 (continued)

Director's Names	Number	Street	Address City	State
Aminah McCloud	773-836-8240	1640 N. Mobile Avenue,	Chicago	60639
Kamran Memon	312-961-2354	4530 S. Woodlawn Unit 602,	Chicago,	Illinois 60653
Abdulian Salah	708-599-5621	9331 S. Thomas,	Bridgeview,	Illinois 60455
Ahmad Sulaiman	708-921-7831	17091 Bonnie Trail East,	Oak Forest,	Illinois 60452
Safaa Zarzour	708-415-7927	9154 Southfield Dr,	Bridgeview,	Illinois 60455

Article 4. (continued)

Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not carry 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 or (b) by a corporation, contributions to which are deductible under Sections 170(c)(2), 2055(a)(2), and 2522(a)(2) of the Internal Revenue Code.

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TABLE OF CONTENTS

W

ARTICLE I 1

OBJECTIVES AND STRUCTURE 1

ARTICLE II 1

MEMBERSHIP 1

Section 2.1 Membership 1

Section 2.2 Rights and Privileges 1

ARTICLE III 2

BOARD OF DIRECTORS 2

Section 3.1 Responsibilities 2

Section 3.2 Qualification 2

Section 3.3 Number 2

Section 3.4 Term 2

Section 3.5 Removal or Resignation of Directors 2

Section 3.6 Vacancies 3

Section 3.7 Compensation 3

Section 3.8 Meetings 3

Section 3.9 Notice 3

Section 3.10 Waiver of Notice 3

Section 3.11 Quorum 4

Section 3.12 Action By Directors Without A Meeting 4

Section 3.13 Committees 4

ARTICLE IV 4

OFFICERS 4

Section 4.1 Positions 4

073 0021

Section 4.2 Terms 4
Section 4.3 Qualification 4
Section 4.4 Chairman 4
Section 4.5 Vice-Chairman 5
Section 4.6 Treasurer 5
Section 4.7 Secretary 5
Section 4.8 Other Officers 5
Section 4.9 Compensation and Expenses 5
Section 4.10 Resignation or Removal 5
Section 4.11 Vacancies 6
ARTICLE V 6
EXECUTIVE COMMITTEE 6
Section 5.1 Members 6
Section 5.2 Powers and Functions 6
Section 5.3 Quorum 6
Section 5.4 Annual Report 6
ARTICLE VI 6
DEPOSITORIES, SIGNATURES AND SEAL 6
Section 6.1 Depositories 6
Section 6.2 Contracts 7
Section 6.3 Seal 7
Section 6.4 Borrowing 7
Section 6.5 Gifts 7
ARTICLE VII 7
BOOKS AND RECORDS 7
Section 7.1 General 7
Section 7.2 Fiscal Year 7

073 0022

ARTICLE VIII 8
AMENDMENTS 8
ARTICLE IX 8
INDEMNIFICATION 8
Section 9.1 Directors and Officers 8
Section 9.2 Insurance 8
Section 9.3 Purpose and Exclusivity 8

073 0023

BYLAWS
OF
COUNCIL OF AMERICAN ISLAMIC RELATIONS-CHICAGO

These Bylaws of CAIR-Chicago (the "Corporation") are intended to conform to the mandatory requirements of the Illinois Nonprofit Corporations Act (the "Act"). Any ambiguity arising between the Bylaws and the discretionary provisions of the Act shall be resolved in favor of the application of the Act. CAIR-Chicago shall be governed by these bylaws and those of CAIR National, and it will adhere to any changes or revisions adopted by CAIR National.

ARTICLE I

OBJECTIVES AND STRUCTURE

The objectives of the Corporation shall be: 1) to promote a better understanding of Islam and Muslims in America and abroad, 2) to address issues of discrimination, racism and stereotyping of Muslims in all areas of public discourse, 3) to actively defend the civil and human rights of Muslims and lastly, 4) to contribute an Islamic perspective of issues of importance to the Muslim community specifically and the broader society in general.

The Corporation is organized as a civic and educational organization within the meaning of Section 501(c) (4) of the Internal Revenue Code of 1986 and as the same may hereafter be amended (the "Code") and shall further the common good and general welfare of the communities it serves. References to sections of the Code shall be construed to include corresponding sections of any future federal tax code.

ARTICLE II

MEMBERSHIP

Section 2.1 Membership

Any member of CAIR National who resides in the Greater Chicagoland area is a member of CAIR-Chicago.

Section 2.2 Rights and Privileges

A member is in good standing if he/she is current in all dues and is not under any disciplinary restrictions.

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ARTICLE III

BOARD OF DIRECTORS

Section 3.1 Responsibilities

The Board of Directors (the "Board") shall manage the business and affairs of the Corporation and shall exercise all the powers of the Corporation as provided by the law and the Articles of Incorporation, but subject to any restrictions imposed by the Act, the Articles of Incorporation, or these Bylaws. It shall be the duty of the Board of Directors to maintain general supervision of the affairs of the Corporation. It shall, among other things, set forth, subject to CAIR National approval, such additional rules, policies and procedures that are necessary for the proper and faithful implementation of these Bylaws.

Section 3.2 Qualification

Any Member in good standing shall be eligible to become a Director.

Section 3.3 Number

The Board of Directors shall consist of 9 to 13 members. The exact number of Board members shall be fixed from time to time by resolution of the Board of Directors, provided however, no decrease in the number of Directors shall have the effect of shortening the term of any incumbent Director.

Section 3.4 Term

The term of the founding Board of Directors shall be two (2), three (3), and four (4) years, as determined by a draw, roughly one third (1/3) in each category. Subsequent terms for general Board of Directors shall be three (3) years and shall be elected by the entire Board. A Director shall hold office for the time for which he or she is elected or until his or her successor is elected and qualified or until his or her resignation or removal.

Section 3.5 Removal or Resignation of Directors

Any Director of the Corporation may resign from such position by delivering written notice of the resignation to the Board of Directors, the Chairman, or Secretary, but such resignation shall be without prejudice to the contract rights, if any, of the Corporation. The acceptance of a resignation shall not be necessary to make it effective. Any Director elected or appointed by the Board of Directors may be removed by the Board of Directors, with or without cause, by a vote of two-thirds (2/3) majority of the Directors then in office, whenever in its judgment the best interests of the Corporation would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed. The election or appointment of a Director shall not of itself create contract rights.

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Section 3.6 Vacancies

In the event of a vacancy, the Board of Directors shall, by a majority vote, appoint another Director who shall serve the remainder of the term.

Section 3.7 Compensation

Directors shall not be compensated for their services as Directors. The Directors may be reimbursed by the Corporation for necessary expenses incurred in the execution of their duties and responsibilities. No Director shall be liable to account to the Corporation for any profit realized by the Director from or through any transaction or contract of the Corporation; provided, however, in the case of any such contract or transaction requiring authorization by the Board of Directors, no Director who personally or through any firm or Corporation is interested in such a contract or transaction shall be entitled to vote thereon, although such Director may be counted in determining whether a quorum is present at any meeting upon which action thereon is taken; and such Director shall be responsible for disclosing to the Board of Directors his or her interest in any such contract or transaction.

Section 3.8 Meetings

The Board of Directors shall hold at least one (1) regular meeting each month. The Board of Directors shall, by its own resolution, designate such dates, times and places as it may choose for such meetings.

The Chairman of the Board may call special meetings of the Board of Directors. Special meetings can also be called upon the written request of at least six (6) Directors. Meetings can be held in person and/or by telephone conference.

Section 3.9 Notice

Notice of the date, time, and place of any regular or special meeting of the Board of Directors shall be made to each board member at least seven (7) calendar days before the regular meeting and two (2) calendar days for special meeting. Notice may be given by telephone, electronic mail, or any other method as determined by resolution of the Board of Directors.

Section 3.10 Waiver of Notice

A) A Director may at any time waive any notice required by the Act, the Articles of Incorporation or these Bylaws. Except as otherwise provided herein, such waiver must be in writing, signed by the Director entitled to notice, specify the meeting for which notice is waived and be filed with the corporate records. A waiver of notice, whether before or after the time stated therein, shall be equivalent to the giving of such notice.

B) The attendance of a Director at a meeting shall constitute a waiver of notice of such meeting, except where a Director attends a meeting for the express purpose of

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objecting to the transaction of any business because the meeting is not lawfully called or convened.

Section 3.11 Quorum

The presence of a majority of the Directors shall constitute a quorum at any meeting. When a quorum is present, the vote of the majority of the members present at such meeting shall be the act of the Board of Directors unless a greater vote is required by the Act, the Articles of Incorporation or these Bylaws. If, at any meeting of the Board of Directors, there shall be less than a quorum present, a majority of those present may adjourn the meeting.

Section 3.12 Action By Directors Without A Meeting

Any action required to be taken at a meeting of the Board of Directors or any other action which may be taken at a meeting of the Directors, may be taken without a meeting if a consent in writing setting forth the actions so taken shall be signed by all the Directors entitled to vote with respect to the subject matter thereof. Such consent shall have the same effect and force as a unanimous vote of said Directors

Section 3.13 Committees

The Board of Directors may by resolution form committees, and delegate to those committees such powers and functions as they may designate from time to time, except the power to amend the Bylaws of the Corporation.

ARTICLE IV

OFFICERS

Section 4.1 Positions

The Board of Directors shall elect the Chairman, Vice Chairman, Secretary, Treasurer, and any other officer by a majority vote of the Board of Directors in a duly constituted quorum called for this purpose.

Section 4.2 Terms

The term of Officers of the Corporation shall be three (3) years.

Section 4.3 Qualification

Any member of the Board of Directors in good standing shall be qualified to become an Officer.

Section 4.4 Chairman

The Chairman shall be responsible to the Board of Directors for the conduct of its affairs. The Chairman shall preside at all meetings of the Board of Directors. The Chairman shall be the co-signer with any of the officers or the treasurer of all checks, deeds, or other

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instruments, which have been issued by the Corporation. The Chairman shall call special meetings of the Board of Directors when required in the Chairman's judgment. The Chairman will act as the chapter representative to CAIR National.

Section 4.5 Vice-Chairman

The Vice-Chairman shall perform duties as assigned by the Chairman from time to time. In case of resignation, or permanent absence, or disability of the Chairman, the Vice-Chairman shall preside only temporarily until the Board of Directors elect a Chairman.

Section 4.6 Treasurer

The Treasurer is the legal custodian of all the corporate funds and securities, evidences of indebtedness and other valuable documents of the Corporation. The Treasurer shall deposit all funds in the name of [illegible]oration in such bank or banks as the Board of Directors shall by resolution sp[illegible]reasurer shall receive and give receipts for monies paid in for the account [illegible]ation, disburse all funds of the Corporation as may be directed by the Board [illegible] and keep proper account books and perform such other duties as may be prese[illegible]m time to time by the Board of Directors.

Section 4.7 Secretary

The Secretary shall record the minutes of all meetings of the Board of Directors and receive and distribute minutes of any standing or temporary committees thereof. The Secretary shall have custody of all documents, conduct such correspondence as is necessary, issue such notices as are required by these by-laws, maintain the membership record, keep the seal of the Corporation (if one is adopted) and affix the same to all instruments which may require it. The Secretary shall perform all such duties pertaining to the office of the Secretary and as required by the Board of Directors.

Section 4.8 Other Officers

Other Officers shall be determined by the Board of Directors. Any number of offices may be held by the same person, unless the Articles of Incorporation or these Bylaws otherwise provide; provided, however_that in no event shall the Chairman and the Treasurer be the same person. The duties of any other officers shall be determined by the Board of Directors.

Section 4.9 Compensation and Expenses

Unless otherwise established by the Board of Directors, no officer shall be compensated for his or her services as an officer. Expenses incurred in connection with performance of an officer's official duties may be reimbursed upon approval of the Board of Directors.

Section 4.10 Resignation or Removal

Any officer of the Corporation may resign from such position by delivering written notice of the resignation to the Chairman of the Board of Directors, but such resignation shall be without prejudice to the contract rights, if any, of the Corporation. Any officer elected or appointed by the Board of Directors may be removed by two third (2/3)

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majority of the Board of Directors, when in its judgment the best interests of the Corporation would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed. The election or appointment of an officer or agent shall not of itself create contract rights.

Section 4.11 Vacancies

The Chairman shall nominate a replacement for vacancies in any office caused by any reason at any meeting by selecting a suitable and qualified person who is nominated by the Chairman to act for the remainder of the term.

ARTICLE V

EXECUTIVE COMMITTEE

Section 5.1 Members

The Chapter shall have an Executive Committee consisting of the Chairman, Vice Chairman, Treasurer, and Secretary.

Section 5.2 Powers and Functions

Subject to the limitations of the Bylaws the Chapter Executive Committee shall be responsible for implementing the goals of the chapter and the policies and decisions adopted by the Board of Directors.

Section 5.3 Quorum

Three members of the Executive Committee shall constitute a quorum for the transaction of business. Propositions placed before the Executive Committee shall be adopted by majority vote.

Section 5.4 Annual Report

The Executive Committee shall present an annual report of activities and finances to the members of the chapter.

ARTICLE VI

DEPOSITORIES, SIGNATURES AND SEAL

Section 6.1 Depositories

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All funds of the Corporation shall be deposited in the name of the Corporation in such bank, banks or other financial institutions as the Board of Directors may designate and shall be drawn on checks, drafts or other orders signed on behalf of the Corporation by the Treasurer and/or such other person or persons as the Board of Directors may designate.

Section 6.2 Contracts

All contracts, deeds and other instruments shall be signed on behalf of the Corporation by the Chairman or by such other Officer or agent as the Board of Directors may from time to time designate.

Section 6.3 Seal

The Corporation shall have a seal.

Section 6.4 Borrowing

Notwithstanding any other provision in these Bylaws, no Officer or agent of this Corporation shall have authority to borrow any funds or assets on behalf of the Corporation for corporate purposes or otherwise, except as expressly stated in a resolution by a majority of Directors, duly entered in the minutes of the Board. No loans shall be made by the Corporation to any Director or Officer, except as authorized by the Act.

Section 6.5 Gifts

The Board of Directors may accept on behalf of the Corporation any contribution, gift, bequest or devise for the general purpose of the Corporation.

ARTICLE VII

BOOKS AND RECORDS

Section 7.1 General

The Corporation shall keep correct and complete books, records, accounts and minutes of the proceedings of the Corporation and its Board of Directors and committees at its offices. All books, records, and accounts are the property of the Corporation and shall be turned over upon request of the Board of Directors. All books and records of the Corporation may be inspected by any member of the Board of Directors at any reasonable time within normal business hours.

Section 7.2 Fiscal Year

The fiscal year of the Corporation shall end on December 31 of each year and an annual report of all receipts and expenditures shall be prepared.

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ARTICLE VIII

AMENDMENTS

These Bylaws may be amended by a two third (2/3) majority vote of the Board of Directors in office, at any annual, regular or special meeting acquiring the necessary quorum, provided the notice given for such meeting indicates that such amendments will be considered. Any amendment must then be approved by CAIR National.

ARTICLE IX

INDEMNIFICATION

Section 9.1 Directors and Officers

The Corporation shall indemnify, to the fullest extent provided in the Act, any Director or Officer who was or is a party or is threatened to be made a party to any proceeding (other than an action by or in the right of the Corporation) by reason of or arising from the fact that such person is or was a Director or Officer of the Corporation. The determination and authorization of indemnification shall be made as provided in the Act.

Section 9.2 Insurance

At the discretion of the Board of Directors, the Corporation may purchase and maintain insurance on behalf of any person who is or was a Director or Officer of the Corporation against any liability asserted against such person and incurred by such person in any such capacity, or arising out of such person's status as such, whether or not the Corporation would have the power to indemnify such person against such liability under the provisions of this Article.

Section 9.3 Purpose and Exclusivity

The indemnification referred to in the various sections of this Article shall be deemed to be in addition to and not in lieu of any other rights to which those indemnified may be entitled under any statute, rule of law or equity, provision of the Articles of Incorporation, agreement, vote of the Board of Directors or otherwise.