

State of North Carolina  
Department of the Secretary of State

ARTICLES OF RESTATEMENT  
FOR NONPROFIT CORPORATION

Pursuant to §55A-10-06 of the General Statutes of North Carolina, the undersigned corporation hereby submits the following for the purpose of restating its Articles of Incorporation.

1. The name of the corporation is: **SRI SHIRDI SAIBABA MANDIR OF NORTH CAROLINA**
2. The text of the Restated Articles of Incorporation is attached.
3. (Check a, b, c, and/or d, as applicable.)
  - a. \_\_\_\_\_ These Restated Articles of Incorporation were adopted by the board of directors and do not contain an amendment.
  - X** These Restated Articles of Incorporation were adopted by the board of directors and contain an amendment not requiring member approval. (Set forth a brief explanation of why member approval was not required for such amendment.) Articles of Incorporation are being restated because of written request from one of the Trustee (Ram Bashyam) to remove his name from the Boards and also in the major associated documents.
  - b. \_\_\_\_\_ These Restated Articles of Incorporation contain an amendment requiring member approval, and member approval was obtained as required by Chapter 55A of the North Carolina General Statutes.
  - c. \_\_\_\_\_ These Restated Articles of Incorporation contain an amendment requiring approval by a person whose approval is required pursuant to N.C.G.S. §55A-10-30, and such approval was obtained.
4. These articles will be effective upon filing, unless a delayed date and/or time is specified: \_\_\_\_\_

This the 17 day of March, 2011 \_\_\_\_\_

**SRI SHIRDI SAIBABA MANDIR OF NORTH CAROLINA**  
Name of Corporation

V. Mayura Sevala  
Signature  
**V. MAYURA SEVALA**  
V Mayura Sevala  
Type or Print Name and Title

**CHAIRMAN**  
**SRI SHIRDI SAIBABA MANDIR OF**  
**NORTH CAROLINA**

Notes:

1. Filing fee is \$10, unless the Restated Articles of Incorporation include an amendment, in which case the filing fee is \$25. This document and one exact or conformed copy of these articles must be filed with the Secretary of State.

(Revised May 1998)

(Form N-03)

Corporations Division

PO Box 29622

Raleigh, NC 27626-0622

**RESTATED ARTICLES OF INCORPORATION  
WITH PROPOSED AMENDMENTS**

**SRI SHIRDI SAIBABA MANDIR OF NORTH CAROLINA**

**ARTICLE I  
NAME**

The name of the Corporation shall be, "SRI SHIRDI SAIBABA MANDIR OF NORTH CAROLINA."

**ARTICLE II  
NONPROFIT CORPORATION**

The Corporation is a nonprofit corporation organized under and by virtue of Chapter 55A of the General Statutes of the State of North Carolina and shall have all of the powers, duties, authorizations, and responsibilities as provided therein. Notwithstanding the foregoing, the Corporation shall neither have nor exercise any power, nor engage directly or indirectly in any activity that would invalidate its status as an organization exempt from federal income tax and described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision or provisions of any subsequent United States Internal Revenue law or laws (the "Internal Revenue Code of 1986").

**ARTICLE III  
PURPOSES**

The Corporation is formed for any lawful purpose or purposes not expressly prohibited under the Act. The Corporation is organized and shall be operated exclusively for religious, charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. Notwithstanding the foregoing, the Corporation's purposes also include the limited participation of the Corporation in any other activities, including taxable activities, but only to the extent the activities would be permitted by a tax-exempt organization. More particularly, but without limitation, the purposes of this Corporation are:

- (a) To promote the worship of Sri Shirdi Sai Baba by any appropriate form of expression, within any available medium, and in any location, through the Corporation's combined or separate formation, of a temple, ministry, charity, school, or eleemosynary institution, without limitation.
- (b) To provide a place of worship for the devotees of Sri Shirdi Saibaba and to follow the spiritual teachings of Sri Shirdi Saibaba through Sai Satchartira. The place of worship shall also include other Hindu deities Dattatreya, Ganapathi, and Goddesses like Devi and any other deities, if desired.
- (c) To sponsor or support religious, cultural, educational, and charitable activities or organizations in the United States and around the world.

(d) To expand and build a larger temple in North Carolina and to facilitate worship and services based on Shirdi Saibaba Temple in Shirdi, Maharashtra, India.

(e) To employ and discharge ordained priests of Sri Shirdi Saibaba, and others, to conduct and carry on divine services at the place of worship of the Corporation, and elsewhere.

(f) To collect and disburse any and all necessary funds for the maintenance of said Corporation and the accomplishment of its purpose within the State of North Carolina and elsewhere.

(g) Purchase or otherwise acquire any further land and property from time to time sell or alienate such land and property, and to mortgage the same where necessary.

(h) Raise funds, for the carrying out of these objectives, by public subscriptions, donations, mortgage of assets of the Society, or in any appropriate way which the Board of Trustees deem advisable.

(i) Promotion of humanitarian and compassionate services to the American population at large.

(j) Carry out acts and all other functions which are consistent with the aims and objectives of SSMNC.

(k) Comply with the requirements of federal tax law for religious organizations.

(l) Contribute to organizations which qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 as amended.

(m) To do any and all lawful acts and things which may be necessary, useful, suitable, or proper for the furtherance of accomplishment of the purposes of this Corporation. Provided, however, no act may be performed which would violate Section 501 (c)(3) of the Internal Revenue Code of 1986, as it now exists or as it may hereafter be amended. In addition to the powers granted for the Corporations under the laws of the State of North Carolina, the Corporation shall have full power and authority to make donation for public welfare, or for religious, charitable, scientific or educational purposes. The Corporation is a charitable or religious Corporation within the meaning of Section 55A1- 40(4) of the General Statutes of North Carolina. Notwithstanding any other provision of these articles, the purposes for which 'the Corporation' is organized are exclusively religious, charitable, educational and scientific within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

## **ARTICLE IV POWERS**

Except as otherwise limited by these Articles, in furtherance of its purposes, the Corporation shall have all the powers now or hereafter conferred by common law and the statutes of North Carolina on nonprofit organizations organized under Chapter 55A of the General Statutes of North Carolina.

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its patrons and Officers of the Board of Trustees and Board of Directors, 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 set forth in this Article. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or otherwise intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these Articles, the Corporation shall not carry on 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 1986 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a Corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

## **ARTICLE V PATRONS**

The Corporation will have patrons with such designations, qualifications, rights and obligations. The qualifications for becoming a patron, the rights and limitations for each category of patrons shall be set forth in the Bylaws of the Corporation.

## **ARTICLE VI TRUSTEES**

The Board of Trustees shall be the policy making body of the Corporation. They are responsible for short and long term planning and financial responsibility of the Organization. The number of Trustees in the Board of Trustees shall neither be less than 8 nor more than 15. The actual number of Trustees of the corporation at any period may be fixed by the Bylaws. The manner of election and the term of the Trustees shall be set forth in the Bylaws of the Corporation. The number of officers of the Board of Trustees, the manner of election, and term of the Officers shall be set forth in Bylaws. Each Trustee shall be a patron in good standing of the Corporation during the tenure of the Trusteeship.

## **ARTICLE VII**

## **BOARD OF TRUSTEES**

The minimum number of Trustees constituting the Board of Trustees shall be eight (8). The name and address of each person to serve as Trustee until the end of year 2021 is as follows:

1. Dr. Venkatalakshmi Mayuravalli Sevala (V. Mayura Sevala), 100 Blackheath Court, Cary, NC 27513
2. Dr. Venkata Reddy Bommareddi, 812 Northampton Drive, Cary, NC 27513
3. Haribabu Chitluri, 204 Long Bridge Drive, Cary, NC 27518
4. Ramakrishna Boggarapu, 68 Hamilton Hedge Place, Cary, NC 27519
5. Ramesh Babu Vaddi, 4008 Remington Oaks Circle, Cary, Nc 27519
6. Manita Reddy, 224 Elmhaven Way, Morrisville, NC 27560
7. Gourinath Jammu, 250 Northlands Drive, Cary NC 27519
8. Vijaya Bharathi Adusumilli, 614 Gravel Brook Court, Cary, NC 27519

The above individuals are the key Founders of the Organization. Hence, they will be part of the Board of Trustees as Founder Trustees.

When patrons who will be qualified as per by the Bylaws to become Trustees are elected, they will be added to the initial Board of Trustees, till the total number of Trustees reaches Fifteen (15). The Board of Trustees by two-thirds majority can select new Trustees or increase the number of Trustees, if necessary.

## **ARTICLE VIII DIRECTORS**

The Board of Directors shall be the administration body of the Corporation to manage day to day activities. The number of Directors shall neither be less than 7 nor more than 15. The number of Directors, the manner of their selection, the term of the Directors and the number of Directors necessary to form a quorum, shall be set forth in the Bylaws of the Corporation. The number of officers (President, Vice-President, Secretary and Treasurer) of the Board of Directors, the manner of their selection and term shall be set forth in Bylaws. Each Director shall be a patron in good standing of the Corporation during the tenure. The number of Directors constituting the initial Board of Directors shall be up to a maximum of 15 until the end of the year 2013.

## **ARTICLE IX COMMITTEES**

The Board of Trustees and Board of Directors may by resolution or resolutions passed by a majority of the whole Boards, from time to time designate from among the patrons of the SSMNC Committees and other Special Committees from the patrons of the Corporation at large With such powers and authority as may be provided by such resolution, to assist and manage the day to day activities of the temple. The Committees and all other Special Committees shall report to the Board of Trustees and Board of Directors, unless otherwise mentioned in the Bylaws.

**ARTICLE X  
LIABILITY- TRUSTEE (S) OR DIRECTOR (S)**

Trustee(s) or Director(s) of the Corporation shall not be personally liable to either the Corporation or its patrons for monetary damages for breach of fiduciary duties unless the breach involves: (1) a Trustee's or Director's duty of loyalty to the Corporation; (2) acts or omissions not in good faith or which involve intentional misconduct to a knowing violation of law; (3) a transaction from which the Trustee or Director derived an improper personal benefit. Any repeal or modification of this article shall be prospective only and shall not diminish the rights or expand the personal liability of a Trustee or a Director of the Corporation with respect to any act or omission occurring prior to the time of such repeal or modification.

**ARTICLE XI  
DISTRIBUTION OF ASSETS UPON DISSOLUTION**

Upon the dissolution of the Corporation, the Board of Trustees shall, after paying or making provision for the payment of all the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purpose of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable or religious purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Trustees shall determine. Any such assets not so disposed of by the Superior Court of Wake County exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

**ARTICLE XII  
APPROVAL OF AMENDMENTS TO ARTICLES OF INCORPORATION**

Articles of Incorporation may be altered, amended or repealed pursuant to the procedure stated below:

The Board of Trustees may propose an amendment to the Articles of Incorporation by two-thirds majority of the full Board of Trustees without the use of proxy voting in a duly convened meeting of the Board of Trustees. The proposed amendment shall be read publicly at any regular business meeting of the trustees and patrons and be presented to the corporate General Secretary; during the interim period till year December 31, 2013, the interim Board of Trustees shall make appropriate amendments to the Constitution and the Bylaws.

However, after year January 1, 2014 any proposed amendment shall remain on file for sixty (60) days, before it may be acted upon;

During the this period, the matter shall be brought to the attention of the Trustees of the corporation by written communications, mailed to the entire patrons at least thirty (30) days in advance of the "business meeting" at which the proposed amendment is to be considered;

An amendment to the Articles of Incorporation, proposed as specified above and duly presented to the trustees and patrons, no more than once a year, in a duly convened assembly of the trustees and patrons of the Corporation can be approved by The Board of Trustees by two-thirds majority.

No amendments shall change the Corporation's name, objectives and purposes nor shall they authorize the Trustees to conduct the affairs of this Corporation in any manner or for any purpose contrary to the purpose of the I.R.S Section 501 (C) (3) as now in force or afterwards amended.

### ARTICLE XIII APPROVAL OF AMENDMENTS OF BYLAWS

The Board of Trustees shall have power to make, adopt, alter, amend and repeal, from time to time, bylaws of the incorporation by 2/3 majority of the full Board of Trustees in a duly convened meeting of the Trustee Board with duly executed written proxy permitted except Bylaws dealing with number, composition and selection of the Board of Trustees.

No amendments shall change the Corporation's name, objectives and purposes or shall they authorize the Trustees to conduct the affairs of this Corporation in any manner or for any purpose contrary to the purpose of I.R.S. Section 501. (C) (3) as now in force or afterwards amended. .

**ARTICLE XIV  
GENERAL PROVISIONS**

**SEAL:** The Seal of the Corporation shall consist of two concentric circles between which is the name of the Corporation and in the center statue of Shirdi ; and such a seal attached in this document (in an enlarged format for clarification), is hereby adopted as the Seal of the Corporation. This Seal, in a reduced size, shall be used in the official letterheads of the Corporation, as an emblem.

**FISCAL YEAR** the Fiscal year of the Corporation shall be fixed by the Board of Trustees, but initially is the calendar year.

**PRONOUNS:** Each reference to pronouns herein shall be construed in the masculine, feminine, neuter, singular, plural, as the context may require.



ARTICLE XV  
REGISTERED OFFICE AND AGENT

The street address, mailing address and county of the registered office of the Corporation in the state of North Carolina are 100 Blackheath Ct, Cary, Wake County, North Carolina, 27513 and the name of the initial registered agent at such address is: V. Mayura Sevala.

ARTICLE XVI  
SIGNATURES

The duration of the Corporation is perpetual.

V. Mayura Sevala

V. MAYURA SEVALA

Signature

V Mayura Sevala - Trustee Chairman

Name and Title

SRI SHIRDI SAIBABA MANDIR OF  
NORTH CAROLINA