

SRI SHIRDI SAI BABA MANDIR OF NORTH CAROLINA
ARTICLES OF INCORPORATION

SOSID: 1149434
Date Filed: 5/18/2010 11:04:00 AM
Elaine F. Marshall
North Carolina Secretary of State
C201013700382

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 II

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 Sai Baba and to follow the spiritual teachings of Sri Shirdi Sai Baba through Sai Satchartira.
- (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 Sai Baba Temple in Shirdi, Maharastra, India.
- (e) To employ and discharge ordained priests of Sri Shirdi Sai Baba, 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) To make distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 as amended.

(h) This Corporation is also organized to promote, encourage, and foster any other similar religious, charitable and educational activities; to accept, hold, invest, reinvest and administer any gifts, legacies, bequests, devises, funds and property of any sort or nature, and to use, expend, or donate the income or principal thereof for, and to devote the same to, the foregoing purposes of the Corporation; and 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 55A-1-40(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 III 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 members, Trustees, Directors, Officers, 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 IV MEMBERSHIP

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

ARTICLE V

TRUSTEES

The Board of Trustees shall be the policy making body of the Corporation. The number of Trustees shall neither be less than 3 nor more than 15. The actual number of Trustees of the corporation at any period may be fixed by the Bylaws. Two-thirds (2/3) of the Trustees for the Board of Trustees shall be selected from the Founder Patrons Category. The remaining one-third (1/3) of Trustees for the Board shall be selected from the remaining member categories. The manner of selection and the term of the Trustees shall be set forth in the Bylaws of the Corporation. The number of officers (Chairman, Vice-Chairman, Trustee Board Secretary and Trustee Board Treasurer) of the Board of Trustees, the manner of selection, and term of the Officers shall be set forth in Bylaws. Each Trustee shall be a member in good standing of the Corporation during the tenure of the Trusteeship.

ARTICLE VI

INITIAL BOARD OF TRUSTEES/IN CORPORATORS

The number of Trustees constituting the first Board of Trustees shall be 9. 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. Ram Bashyam, 1417 Elberon Place, Raleigh, NC 27609
5. Ramakrishna Boggarapu, 68 Hamilton Hedge Place, Cary, NC 27519
6. Ramesh Babu Vaddi, 4008 Remington Oaks Circle, Cary, Nc 27519
7. Manita Reddy, 224 Elmhaven Way, Morrisville, NC 27560
8. Gourinath Jammu, 250 Northlands Drive, Cary NC 27519
9. Vijaya Bharathi Adusumilli, 614 Gravel Brook Court, Cary, NC 27519

When members who will be qualified as per by the Bylaws to become Trustees are selected, 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 VII

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 3 nor more than 9. 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 member in good standing of the Corporation during the tenure. The number of Directors constituting the initial Board of Directors shall be 9 until the end of the year 2012.

ARTICLE VIII
EXECUTIVE COMMITTEE

The Board of Directors may, by resolution or resolutions passed by a majority of the whole Board, from time to time designate from among the members of the Board an Executive Committee and such other Special Committees from the members of the Corporation at large with such powers and authority as may be provided by such resolution, to manage the day to day activities of the temple. The Executive Committee and all other Special Committees shall report to the Board of Directors and report directly to the President, unless otherwise mentioned in the Bylaws.

ARTICLE IX
LIABILITY- TRUSTEE OR DIRECTOR

Trustee(s) or Director(s) of the Corporation shall not be personally liable to either the Corporation or its members 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 X
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 XI
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 members and be presented to the corporate Secretary;

Any proposed amendment shall remain on file with the corporate Secretary for at least sixty (60) days before it may be acted upon;

During the sixty (60) day period, the matter shall be brought to the attention of the members of the Corporation by written communications, mailed to the entire membership at least thirty (30) days in advance of the "business meeting" at which the proposed amendment is to be considered;

All proposed amendments will be submitted to the committee designated by the Bylaws to review the amendments to the Articles of Incorporation before they are submitted to the membership.

An amendment to the Articles of Incorporation, proposed as specified above and duly presented to the members, no more than once a year, in a duly convened assembly of the members of the Corporation if it is accepted 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 I.R.S. Section 501 (C) (3) as now in force or afterwards amended.

ARTICLE XII

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 Corporation by 2/3 rds 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 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 I.R.S. Section 501. (C) (3) as now in force or afterwards amended.

ARTICLE XIII

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 Sai Baba; 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 XIV
REGISTERED OFFICE AND AGENT**

The street address, mailing address and county of the initial 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. *the address of the principal office : 100 Blackheath court Cary, Wake County, North Carolina, 27513.*

**ARTICLE .XV
SIGNATURES**

The duration of the Corporation is perpetual.

IN WITNESS WHEREOF, each individual trustee, each being over the age of eighteen years, has signed this certificate on this day of May 20th, 2010 under penalties of perjury.

1. V. MAYURA SEVALA *N. Mayura Sevala*
2. BOMMAREDDI VENKATA REDDI *N. S. S.*
3. HARIBABU CHITLURI *[Signature]*
4. RAM BASHYAM *Ram Bashyam*
5. RAMAKRISHNA BOGGARAPU *B. Raghavan*
6. RAMESH BABU VADDI *Ramesh Babu*
7. Manita Reddy [MANITA REDDY] *Manita Reddy*
8. GOORINATH JAMMU *[Signature]*
9. VIJAYA BHARATHI ADUSOMILLI *Bharathi*