

F-9500001440

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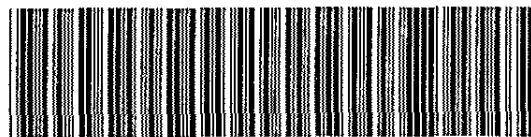
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MC
SL

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: International Society of Divine Love (Incorporated)
(Name of Corporation)

DOCUMENT NUMBER: F95000001440

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

VIA FEDERAL EXPRESS Airbill enclosed
(Name of Contact Person)

Mary Lippmann c/o Sylmark, Inc.
(Firm/Company)

4929 Wilshire Blvd., Suite 500
(Address)

Los Angeles, CA 90010
(City/State and Zip Code)

For further information concerning this matter, please call:

Mary Lippmann at (323) 2021540
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|---|--|--|---|
| ☐ \$35.00 Filing Fee | ☒ \$43.75 Filing Fee & Certificate of Status | ☐ \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) | ☐ \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed) |
|---|--|--|---|

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

NOT FOR PROFIT CORPORATION
APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION TO FILE
AMENDMENT TO APPLICATION FOR CONDUCTING AFFAIRS IN FLORIDA
(Pursuant to s. 617.1504, F.S.)

SECTION I

(1-3 MUST BE COMPLETED)

F95000001440

(Document Number of Corporation (If known))

1. International Society of Divine Love (Incorporated)

(Name of corporation as it appears on the records of the Department of State)

2. Texas

(Incorporated under laws of)

3. 03/24/1995

(Date authorized to conduct affairs in Florida)

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TALLAHASSEE, FLORIDA

SECTION II

(4-8 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 01/02/2003

5. JKP, Barsana Dham

(Incorporated)

(Name of corporation after the amendment, adding suffix "corporation," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation. "Company," or "Co.," may not be used as a corporate suffix by a nonprofit corporation)

6. If the amendment changes the period of duration, indicate new period of duration and the date the change was effected.

(New duration)

(Date)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction and the date the change was effected.

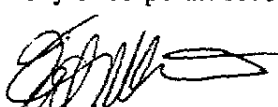
(New jurisdiction)

(Date)

8. If the purpose which the corporation intends to pursue in Florida has changed, indicate new purpose.

(The corporation is authorized to pursue such purpose in the jurisdiction of its incorporation)

9. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.


(Signature of the chairman or vice chairman of the board, president, or other officer - if in the hands of a receiver, trustee, or other court-appointed fiduciary, by that fiduciary)

Katie Williams

(Typed or printed name of the person signing)

Managing Member

(Title of person signing)

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Phil Wilson
Secretary of State

Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the attached is a true and correct copy of each document on file in this office as described below:

JKP, Barsana Dham
Filing Number: 125417601

Restated Articles of Incorporation

January 02, 2003

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on September 05, 2007.



A handwritten signature in cursive script, reading "Phil Wilson".

Phil Wilson
Secretary of State

**RESTATED ARTICLES OF INCORPORATION
OF THE INTERNATIONAL SOCIETY OF DIVINE LOVE**

FILED
In the Office of the
Secretary of State of Texas

JAN 03 2003

Corporations Section

ARTICLE ONE

The International Society of Divine Love (the "Corporation"), pursuant to the provisions of Article 4.06 of the Texas Non-Profit Corporation Act (the "Act"), hereby adopts restated articles of incorporation that accurately copy the articles of incorporation and all amendments thereto that are in effect to date ("Original Articles") and as further amended by such restated articles of incorporation as hereinafter set forth and which contain no other change in any provision thereof.

ARTICLE TWO

The Original Articles are amended by the restated articles of incorporation as follows:

A. The first amendment alters or changes Article One of the Original Articles to change the name of the Corporation. The full text of each provision as altered is as follows:

"ARTICLE ONE

The name of the corporation is JKP, Barsana Dham."

B. The second amendment alters or changes Article Two of the Original Articles to reflect the Corporation's name change. The full text of each provision as altered is as follows:

"ARTICLE TWO

JKP, Barsana Dham is a non-profit corporation."

C. The third amendment alters or changes Article Three of the Original Articles to reflect the Corporation's name change. The full text of each provision as altered is as follows:

"ARTICLE THREE

JKP, Barsana Dham shall have perpetual duration."

D. The fourth amendment alters or changes Article Four of the Original Articles to clarify the purpose of the Corporation. The full text of each provision as altered is as follows:

"ARTICLE FOUR

JKP, Barsana Dham is organized exclusively for religious and educational purposes as described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or any successor statute ("Code") and shall be operated as a "church," within the meaning of Code Section 508. JKP, Barsana Dham has been established by the Trustees of Jagadguru Kripalu Parishat, Barsana Dham to further the religious purposes set forth in the Polity Statement written by H.D. Swami Prakashanand Saraswati on the 18th of December, 2002. JKP, Barsana Dham may carry out any lawful business or purpose that it deems necessary or appropriate to support the above-noted purposes, except as otherwise limited by ARTICLE NINE hereof. In furtherance thereof, JKP, Barsana Dham may receive property by gift, grant, devise or bequest and invest and reinvest the same, apply the income and principal thereof, as the Managing Members may from time to time determine, directly or through contributions to any religious, educational or charitable organization or organizations, exclusively for religious, educational or charitable purposes. In furtherance of those purposes, JKP, Barsana Dham shall have all the general powers enumerated in Article 1396-2.02 of the Texas Non-Profit Corporation Act (the "Act"), as now in effect or as may hereafter be amended, together with the power to solicit grants and contributions for such purposes."

E. The fifth amendment alters or changes Article Five of the Original Articles to change the name of the registered agent. The full text of each provision as altered is as follows:

"ARTICLE FIVE

The street address of the registered agent of JKP, Barsana Dham is 400 Barsana Rd., Austin, Hays County, Texas 78737-9075, and the name of the registered agent at such address is Peter Spiegel."

F. The sixth amendment alters or changes Article Six of the Original Articles to clarify in whom the management of the affairs of the Corporation is vested. The full text of each provision as altered is as follows:

"ARTICLE SIX

Jagadguru Kripalu Parishat, Barsana Dham ("JKPBD") and "JKP, Barsana Dham" were founded by Swami Prakashanand Saraswati under the Divine Guidance of Jagadguru Shree Kripaluji Maharaj, our Supreme Spiritual Master. In the Statement of Polity of JKPBD, H.D. Swami Prakashanand Saraswati has selected the first and second Life Presidents of JKPBD who shall also serve as the first and second Life President Member of JKP, Barsana Dham respectively, and the Life President Member will guide JKP, Barsana Dham for the spiritual benefit of its members. Pursuant to Article 1396.2.14.C of the Act, JKP, Barsana Dham

shall not have a Board of Directors, and instead the management of its affairs shall be vested in the Managing Members. JKP, Barsana Dham shall have five Managing Members."

G. The seventh amendment alters or changes Article Seven of the Original Articles to establish three classes of members of the Corporation. The full text of each provision as altered is as follows:

"ARTICLE SEVEN

JKP, Barsana Dham shall have the following classes of members: (A) a Life President Member, (B) Special Members, (C) Life Members, and (D) such other classes of members with rights, privileges and obligations as may be determined from time to time by the Managing Members. At the end of the terms of the Life Presidents of JKPD, the class of Life President Member shall be eliminated. The Life President Member and Special Members shall be known as the Managing Members, and they are the only members of this corporation with voting rights. The process of selection, qualifications, voting rights, and other rights, privileges and duties of each class of Managing Members shall be set forth in the bylaws of JKP, Barsana Dham ("Bylaws"). The Life Members shall have no voting rights, nor shall they have the right to notice of any meeting of Managing Members or the adoption, amendment, or repeal of these Articles of Incorporation or the Bylaws. The rights, privileges, and duties of Life Members shall be set forth in the Bylaws."

H. The eighth amendment alters or changes Article Eight of the Original Articles by deleting Article Eight thereof in its entirety, and replacing it with a provision that provides for disposition of the Corporation's assets upon its dissolution. The full text of such provision is as follows:

"ARTICLE EIGHT

JKP, Barsana Dham is a perpetual organization lasting for thousands of years. But in the event of dissolution or final liquidation of JKP, Barsana Dham, the Managing Members shall, after paying or making provision for the payment of all of JKP, Barsana Dham's liabilities, distribute all of JKP, Barsana Dham's assets exclusively for religious and educational purposes within the meaning of Code Section 501(c)(3) to one or more organizations at that time described in Code Section 501(c)(3). In no event shall any assets or property be distributed to any member, officer, or other private individual for other than religious, educational, or charitable purposes."

I. The ninth amendment alters or changes Article Nine of the Original Articles by deleting Article Nine thereof in its entirety, and replacing it with a provision that prohibits the net earnings of the Corporation from inuring to any private person, prohibits the Corporation from making loans to any Managing Member or officer, and prohibits the Corporation from carrying on any activity that would jeopardize its exempt status under the Internal Revenue Code of 1986, as amended. The full text of such provision is as follows:

"ARTICLE NINE

Regardless of anything else in these Restated Articles of Incorporation,

- a) No part of the net earnings of JKP, Barsana Dham shall inure to the benefit of, or be distributable to, any member or officer of JKP, Barsana Dham or any other private person, except that JKP, Barsana Dham shall be authorized and empowered to pay reasonable compensation for services rendered to or for JKP, Barsana Dham and to make payments and distributions in furtherance of the purposes set forth in ARTICLE FOUR hereof;
- b) JKP, Barsana Dham shall not directly or indirectly carry on any activity that would prevent it from obtaining or maintaining exemption from Federal income tax under Code Section 501(c)(3), or carry on any activity not permitted to be carried on by a corporation to which contributions are deductible under Code Sections 170(e)(2); and
- c) No loans shall be made by JKP, Barsana Dham to any Managing Member or officer of JKP, Barsana Dham."

J. The tenth amendment deletes Article Ten of the Original Articles. The part that was deleted read as follows:

"ARTICLE TEN

The Society may take and hold any donations, grants, devises, or bequests which may be made in the support of its purposes. All funds of the Society, whether from donation or otherwise, in excess of the expenditures necessary for the proper administration of such funds, shall be used exclusively for maintaining, expanding and promoting the purposes for which the Society is formed as herein set forth. The Society may make distributions of excess funds to other charitable organizations as is deemed appropriate by the Managing Directors subject only to the limitations of Article Thirteen.

The Society shall make distributions at such time and in such manner as not to subject it to tax under Section 4942 of the Internal Revenue Code of 1986; the Society shall not engage in any act of self-dealing which would be subject to tax under Section 4941 of the Code; the Society shall not retain any excess business holdings which would subject it to tax under Section 4943 of the Code;

the Society shall not make any investments which would subject it to tax under Section 4944 of the Code; and the Society shall not make any taxable expenditures which would subject it to tax under Section 4945 of the Code."

K. The eleventh amendment deletes Article Eleven of the Original Articles. The part that was deleted read as follows:

"ARTICLE ELEVEN

The Society may receive, acquire, purchase, lease or hold real or personal property of any nature or description without limitation and shall be free to dispose of such property in any manner determined appropriate by the Managing Directors. The Society may conduct business unrelated to its stated purposes, as long as such business is beneficial to the Society as determined by its Managing Directors and is within the constraints of Article Thirteen."

L. The twelfth amendment deletes Article Twelve of the Original Articles of incorporation. The part that was deleted read as follows:

"ARTICLE TWELVE

The Society is a nonprofit corporation organized solely for the purposes specified in Article Four, and no part of its property, whether income or principal, shall even inure to the benefit of any Managing Director, Officer, Employee or Society Life Member, or any individual having a personal or private interest in the activities of the Society, nor shall any such director, officer, employee, member or individual receive, or be lawfully entitled to receive, any profit from the operations of the Society, except a reasonable allowance, or salary, or other compensation for personal services actually rendered in carrying out one or more of its stated purposes. All the expenses of the official preachers of the Society may be borne by the Society."

M. The thirteenth amendment deletes Article Thirteen of the Original Articles. The part that was deleted read as follows:

"ARTICLE THIRTEEN

Anything to the contrary herein notwithstanding, the Society and the Managing Directors shall not engage, participate, or intervene in any activity or transaction which would cause the Society to lose its status as an exempt organization under the provisions of the Internal Revenue Code of 1986, or corresponding provisions hereafter in effect; and the use, directly or indirectly, of any part of the Society's assets in any such activity or transaction is hereby

expressly prohibited. Furthermore, no loans shall be made by the Society to the Managing Directors or officers."

N. The fourteenth amendment deletes Article Fourteen of the Original Articles. The part that was deleted read as follows:

"ARTICLE FOURTEEN

All assets of the Society, whether real property or personal, are pledged exclusively to the support of the Society's religious, educational and charitable purposes and shall be exempt from taxation."

O. The fifteenth amendment deletes Article Fifteen of the Original Articles. The part that was deleted read as follows:

"ARTICLE FIFTEEN

The name and street address of the incorporator is:

Don Becker
400 Barsana Rd.
Austin, Texas 78737-9075"

P. The sixteenth amendment deletes Article Sixteen of the Original Articles. The part that was deleted read as follows:

"ARTICLE SIXTEEN

These Articles of Incorporation may be amended at any meeting of the Managing Directors by unanimous vote."

ARTICLE THREE

Each such amendment made by the restated articles of incorporation has been effected in conformity with the provisions of the Act and such restated articles of incorporation and each such amendment made by the restated articles of incorporation were duly adopted at a meeting of the members held on December 20, 2002, at which a quorum was present, and the restated articles and the amendments made by such restated articles received at least two-thirds of the vote of members present were entitled to cast.

ARTICLE FOUR

The articles of incorporation and all amendments and supplements thereto are hereby superseded by the restated articles of incorporation attached hereto as Exhibit "A", and incorporated herein by reference, which accurately copies the entire text thereof.

Dated: January 2, 2002.

By: 
Peter Spiegel

Title: Secretary of JKP, Barsana Dham

EXHIBIT "A"
RESTATED ARTICLES OF INCORPORATION

ARTICLE ONE

The name of the corporation is JKP, Barsana Dham.

ARTICLE TWO

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The process of selection, qualifications, voting rights, and other rights, privileges and duties of each class of Managing Members shall be set forth in the bylaws of JKP, Barsana Dham ("Bylaws"). The Life Members shall have no voting rights, nor shall they have the right to notice of any meeting of Managing Members or the adoption, amendment, or repeal of these Articles of Incorporation or the Bylaws. The rights, privileges, and duties of Life Members shall be set forth in the Bylaws.

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- b) JKP, Barsana Dham shall not directly or indirectly carry on any activity that would prevent it from obtaining or maintaining exemption from Federal income tax under Code Section 501(c)(3), or carry on any activity not permitted to be carried on by a corporation to which contributions are deductible under Code Sections 170(c)(2); and
- (d) No loans shall be made by JKP, Barsana Dham to any Managing Member or officer of JKP, Barsana Dham.