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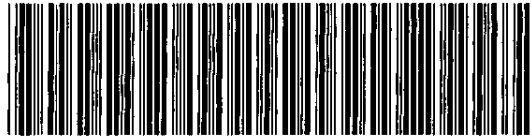
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch DEC 29 2008

BRASHEAR, MARSH, KURDZIEL & McCARTY PL
C o u n s e l o r s A t L a w

926 N.W. 13TH STREET
GAINESVILLE, FL 32601-4140
TELEPHONE: 352/336-0800
FACSIMILE: 352/336-0505
NFLALAW.COM

BRUCE BRASHEAR, JD
LARRY D. MARSH, JD, LL.M.*
REBEKAH M. KURDZIEL, JD, LL.M.
JAMES H. "MAC" McCARTY, JR., JD, MBA

** Florida Bar Board Certified Tax Lawyer*

December 22, 2008

VIA FEDERAL EXPRESS

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

RE: Bhaktivedanta Academy of North America, Inc.

Dear Sir or Madam:

Enclosed are the following for the above non-profit corporation:

1. Original and one (1) copy of the Articles of Incorporation;
2. Firm check for \$78.75 representing the filing fee (\$35.00), designation of registered agent (\$35.00) and certified copy fee (\$8.75); and
3. Self-addressed, stamped envelope for the return of a certified copy for my records.

Thank you, and please call our office collect should you require further information concerning this matter.

Sincerely,
BRASHEAR, MARSH,
KURDZIEL & McCARTY, PL


Larry D. Marsh

LDM/sj

Enclosures

cc: David Aguilera
Jonathan Leslie

**ARTICLES OF INCORPORATION
OF
BHAKTIVEDANTA ACADEMY OF NORTH AMERICA, INC.
(a corporation not for profit)**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**Article I
Name**

The name of the Corporation shall be: **Bhaktivedanta Academy of North America, Inc.**

**Article II
Principal Place of Business and Mailing Address**

The principal place of business of this Corporation, and the Corporation's mailing address, shall be 17414 NW 112th Boulevard, Alachua, Florida 32615.

**Article III
Purposes**

The Corporation is organized exclusively for charitable, religious, educational and scientific purposes under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future tax code.

The Corporation is organized especially to establish and operate one or more schools below the college level for the general academic education of children and for their education and training in the principles and practices of the Gaudiya Vaishnava religious tradition, as revealed by its acaryas in disciplic succession culminating in the teachings and personal example of His Divine Grace A.C. Bhaktivedanta Swami Prabhupada, the Founder-Acarya of The International Society for Krishna Consciousness (ISKCON), a generally recognized religious denomination.

Further, that such schools shall operate with a regular faculty, a regularly scheduled curriculum and a regularly enrolled body of students in attendance at such location as any such educational activities take place.

Further, that such schools shall admit students of any race, color, national and ethnic origin to all the rights, privileges, programs, and activities generally accorded or made available to students at the school.

Further, that this Corporation shall not discriminate on the basis of race, color, national and ethnic origin in administration of its educational policies, admissions policies, scholarship and loan programs, and athletic and other school-administered programs.

Article IV Additional Purposes

The corporation is further organized in pursuance of the following purposes of the International Society for Krishna Consciousness, a generally recognized religious denomination, as promulgated by its Founder-Acarya, His Divine Grace A.C. Bhaktivedanta Swami Prabhupada:

- (a) To systematically propagate spiritual knowledge to society at large and to educate all people in the techniques of spiritual life in order to check the imbalance of values in life and to achieve real unity and peace in the world.
- (b) To propagate a consciousness of Krishna as He is revealed in the Bhagavad-gita As It Is, Srimad Bhagavatam, and other authorized Vedic literatures as translated and presented by His Divine Grace A.C. Bhaktivedanta Swami Prabhupada.
- (c) To bring the members of the society together with each other and nearer to Krishna, the Prime Entity, and thus to develop the idea, within the members, and humanity at large, that each soul is part and parcel of the quality of Godhead (Krishna).
- (d) To teach and encourage the Sankirtan Movement, congregational chanting of the Holy Name of God, as revealed in the teachings of Lord Sri Caitanya Mahaprabhu.
- (e) To erect for students, parents, faculty, adherents of the principles of Krishna Consciousness, and for society at large, a holy place of transcendental pastimes, dedicated to the Personality of Krishna.
- (f) To bring the members of the society closer together for the purpose of teaching a simpler and more natural way of life.
- (g) With a view towards achieving the aforementioned to publish and distribute periodicals, magazines, books and other writings.
- (h) To receive, administer and distribute funds, and to do all other necessary and proper in furtherance of the above stated purposes.

Article V Limitation of Corporate Powers

Subject to the following limitations, the Corporation may engage in any lawful act or activity for which corporations may be organized pursuant to Chapter 617, Florida Statutes:

- (a) No part of the net earnings of the Corporation shall inure to the benefit of, or be

distributable to its members, trustees, 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 these Articles.

(b) 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 intervene in (including the publishing or distribution of statements) of any political campaign on behalf of or in opposition to any candidate for public office.

(c) Notwithstanding any other provision of these Articles, 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 the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

(d) Notwithstanding any other provision of these Articles, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this Corporation.

Article VI Duration

This Corporation shall exist perpetually from and after the date on which these Articles are filed with the Department of State, unless sooner dissolved voluntarily or by law.

Article VII Dedication of Assets

The property of this Corporation is irrevocably dedicated to charitable purposes as set forth above, and no part of the net income or assets of this Corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual.

Article VIII Distribution of Assets Upon Dissolution

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the corporation exclusively to other educational institutes or schools within the International Society for Krishna Consciousness in accord with the educational and religious purposes of the Corporation, in a manner determined by the Directors, provided, however, that the recipient organization shall be qualified for tax exempt status

under Section 501(c)(3) of the Internal Revenue Code at the time the corporation's assets are to be distributed.

Any such assets not so disposed of shall be disposed of, by a court of competent jurisdiction, to another charitable organization exempt from federal taxation under Section 501(c)(3) of the Internal Revenue Code that serves similar charitable purposes to those served by this Corporation.

Article IX Incorporator

The name and address of the incorporator is:

David Aguilera
10103 NW 209th Lane, Alachua FL 32615

Article X Initial Directors

The names and addresses of the initial directors of the Corporation are:

THOMAS POURCHOT
636 TURKEY CREEK, ALACHUA FL 32615

JONATHAN LESLIE
13542 NW 137TH PLACE, ALACHUA FL 32615

WILLIAM BRIANT
14329 NW 186TH AVE, ALACHUA FL 32615

MIRIAM TASSINARE
14405 NW 146TH AVE, ALACHUA FL 32615

SAJJAN ALLIN
12605 NW 73RD TERRACE, ALACHUA FL 32615

Article XI Initial Registered Agent and Registered Office

The name of the Corporation's registered agent, and the street address of its registered office in the State of Florida, are:

David Aguilera
17414 NW 112th Boulevard, Alachua, Florida 32615

**Article XII
Members**

The Corporation shall have no members.

**Article XIII
Manner of Election of Directors and Corporate Governance**

The powers of this Corporation shall be exercised, its properties controlled, and its affairs conducted, by a Board of Directors. The number of Directors, and the method of their election, shall be as set forth in the Bylaws of the Corporation, provided, however, that at no time shall the Corporation have less than three (3) directors, or such greater or lesser number of Directors as are then required by Florida law.

**Article XIV
Amendment of the Articles of Incorporation**

Amendments to these Articles of Incorporation may be made by a two-thirds (2/3) majority vote of the Board of Directors at any meeting called for that purpose.

The undersigned incorporator has executed these Articles of Incorporation this 18 day of December, 2008.




David Aguilera, Incorporator

STATE OF FLORIDA
COUNTY OF ALACHUA

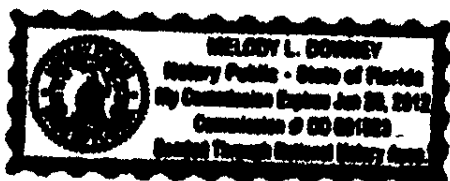
The foregoing instrument was acknowledged before me this 18 day of December, 2008, by David Aguilera, who is personally known to me or has produced Florida Dr. License as identification.

NOTARY PUBLIC:

Sign: 
Print: Melody L. Downey
State of Florida At Large
(Seal)

My Commission Expires: 6-26-12

Title/Rank: Notary
Commission Number 00801023

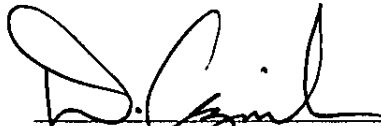


CERTIFICATE DESIGNATING AGENT UPON WHOM PROCESS MAY BE
SERVED AND THE PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN THE STATE OF FLORIDA

The following is submitted in compliance with Section 617.0501, Florida Statutes:

Bhaktivedanta Academy of North America, Inc., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation, at Alachua, Alachua County, State of Florida, has named David Aguilera as its registered agent to accept service of process at its office within this state, located at 17414 NW 112th Boulevard, Alachua, Florida 32615.

Having been named as the registered agent for the above corporation for the purpose of accepting service of process at the registered office designated in this certificate, I hereby accept such appointment and agree to act in such capacity. I agree to comply with the provisions of said sections relative to keeping open the registered office.



David Aguilera
Registered Agent

12/18/08
Date