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**TERRY A. BROOKS, P.A.**

*Attorney at Law*  
2110 East Robinson Street  
Orlando, Florida 32803  
(407) 895-1981  
Telecopier (407) 895-1984

December 24, 2008

Department of State  
Director of Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

Re: SHRI GANESH MANDIR, INC.

To Whom It May Concern:

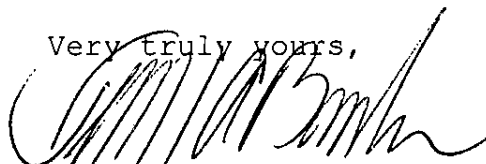
I enclose herewith for filing a copy of the Articles of Incorporation of SHRI GANESH MANDIR, INC., a certificate designating the registered office and registered agent for the purposes of service of process upon said corporation, and an acknowledgment by the registered agent.

Also enclosed herewith please find my check in the amount of \$70.00 for the following costs:

|                                |              |
|--------------------------------|--------------|
| Registered Agent Fee . . . . . | \$35.00      |
| Filing Fee . . . . .           | <u>35.00</u> |
| TOTAL                          | \$70.00      |

Your prompt attention to this matter is appreciated. If I can be of further assistance, please don't hesitate to contact me.

Very truly yours,

  
Terry A. Brooks

TAB/clf/shri.ltr

Enclosures

**ARTICLES OF INCORPORATION FOR SHRI GANESH MANDIR, INC.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation not for profit under the laws of the State of Florida.

**ARTICLE I - NAME**

The name of the corporation shall be Shri Ganesh Mandir, Inc., a corporation not for profit.

**ARTICLE II - PRINCIPAL OFFICE**

The principal office and the mailing address of this corporation shall be 14212 Goodings Lane, Clermont, Florida 34711.

**ARTICLE III - PURPOSES**

The purposes for which the corporation are organized are:

A. To establish a Hindu mandir in the Central Florida area, and

B. To establish a corporation not for profit, no part of the income or profit of which is distributable to its Members, directors, or officers, to transact any other lawful business not inconsistent with Chapter 617, Florida Statutes, or with any other law, which limits in any manner the corporate powers authorized under Chapter 617, and

C. Notwithstanding any other provision herein, the purposes for which the corporation is organized are restricted to exclusively religious, charitable, scientific, literary and/or educational purposes within the meaning of Section 501(C)(3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue Law.

**ARTICLE IV - REGISTERED AGENT**

The name and street address of the registered agent

Tribowan Lall  
14212 Goodings Lane  
Clermont, Florida 34711

**ARTICLE V - OFFICERS**

The officers shall consist of a President, Vice President, General Secretary, Assistant Secretary, Treasurer, Assistant Treasurer, Public Relations Officer, and Assistant Public Relations Officer. Officers shall be elected by the Members in the manner provided by the Bylaws. Each elected officer shall be deemed

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elected as a director to the Board of Directors until such officer's term terminates and a replacement is elected. The qualifications of officers, the terms of office, resignation of officers, removal of officers, replacement of officers and all other matters relating to officers shall be determined in the manner provided by the Bylaws.

#### **ARTICLE VI - MEMBERS**

Any adult permanent resident of Orange, Lake, Seminole or Osceola Counties, Florida who shall accept the Articles of Incorporation and the Bylaws of the corporation, as amended from time to time, and who shall sign the corporation's Membership application and who shall pay any dues that may be required of Members by the corporation from time to time shall be eligible to be a Member of the corporation. Any person who meets the requirements for membership within thirty (30) days of the date of incorporation shall be immediately eligible to vote at any annual or special meeting of the Members. Thereafter, any person who meets the requirements for Membership and has been a Member in good standing for a period of six (6) consecutive months, shall be eligible to vote at any annual or special meeting of the Members. A Member shall be considered a Member in good standing if such Member has paid all required dues and meets the residency requirement. The procedure governing removal of Members, the quorum requirements for meetings of Members, the voting requirements, and all other matters relating to Members shall be determined in the manner provided by the Bylaws. No Membership of any member shall be transferable.

#### **ARTICLE VII - DIRECTORS**

All corporate powers must be exercised by or under the authority of, and the affairs of the corporation managed under the direction of its Board of Directors, subject to any limitations set forth in the Articles of Incorporation or the Bylaws. The initial Board of Directors shall be elected by the Incorporator. Thereafter, Directors shall be elected to the Board of Directors by the Members. The Board of Directors shall consist of thirteen (13) individuals. The number of Directors required may be amended from time to time but shall always consist of at least three (3) or more individuals. The persons elected to the office of President, Vice President, General Secretary, Assistant Secretary, Treasurer, Assistant Treasurer, Public Relations Officer and Assistant Public Relations Officer by the Members shall also be deemed to have been elected as Directors by the Members. The Members shall also elect five (5) at-large Directors. The qualifications of Directors, the terms of office, resignation of Directors, removal of Directors, vacancy from the Board of Directors, meetings, quorum and voting requirements, and all other matters relating to Directors shall be determined in the manner provided by the Bylaws.

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**ARTICLE VIII - STOCK**

This corporation is organized upon a non-stock basis.

**ARTICLE IX - INCORPORATOR**

The name and address of the incorporator to these Articles of Incorporation is:

Tribowan Lall  
14212 Goodings Lane  
Clermont, Florida 34711

**ARTICLE X - PERPETUAL EXISTENCE**

This corporation shall exist perpetually unless dissolved according to law.

**ARTICLE XI - ORGANIZATIONAL MEETING**

The Incorporator, upon incorporation, shall promptly hold an organizational meeting to elect the initial Board of Directors and complete the organization of the corporation, including the admission of initial Members to the corporation. The initial Board of Directors shall promptly hold an organizational meeting to adopt the initial Bylaws and to organize and schedule an initial meeting of the Members to elect officers and directors of the corporation. Upon election of the officers and directors by the Members, the term of the initial Board of Directors shall end.

IN WITNESS WHEREOF, I, the undersigned, being the original subscriber to these Articles of Incorporation, have set my hand and seal this 24 day of December, 2008.

*Tribowan Lall*  
TRIBOWAN LALL

STATE OF FLORIDA  
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day personally appeared Tribowan Lall, to me well known and well known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he subscribed the said instrument for the uses and purposes described therein.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 24 day of December, 2008.



*Carolyn S. Holland*  
Notary Public  
My Commission Expires: \_\_\_\_\_  
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SEAL

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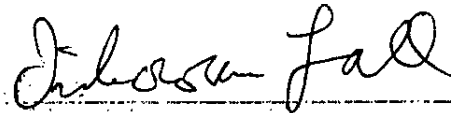
**CERTIFICATE OF DESIGNATION OF PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT  
UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First...That Shri Ganesh Mandir, Inc., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the City of Clermont, County of Lake, and State of Florida, has named TRIBOWAN LALL, located at 14212 Goodings Lane, Clermont, Florida 34711, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.



TRIBOWAN LALL

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