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Florida Department of State
Division of Corporations
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From:

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Phone : (561) 833-5553
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Email Address: VSSUNDARAM@comcast.net

**COR AMND/RESTATE/CORRECT OR O/D RESIGN
SHIRDI SAI CENTER OF SOUTH FLORIDA INC.**

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July 12, 2016

FLORIDA DEPARTMENT OF STATE

Division of Corporations

SHIRDI SAI CENTER OF SOUTH FLORIDA INC.

4761 MYRTLE DR
LAKE WORTH, FL 33463

SUBJECT: SHIRDI SAI CENTER OF SOUTH FLORIDA INC.

REF: N10000008639

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The current name of the entity is as referenced above. Please correct your document accordingly.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Carol Mustain
Regulatory Specialist II

FAX Aud. #: H16000166601
Letter Number: 716A00014488



July 11, 2016

Florida Department of State
Division of Corporations
Electronic Filing

(850) 617-6380

Re: Shirdi Sai Center of South Florida, Inc.
N10000008639

Dear Sir / Madam:

Enclosed for filing are Amended and Restated Articles of Incorporation for the above-captioned Florida not for profit corporation. Also enclosed is a copy of a Written Action in Lieu of a Special Meeting of the Board of Directors which reflects that no Members were eligible to vote on this action, and further that all Directors unanimously agreed to the adoption of the enclosed Amended and Restated Articles of Incorporation.

If you have any questions, or if you cannot accept this filing for any reason, please call me to discuss.

Sincerely,

A handwritten signature in black ink, appearing to be 'P. Whitehead', is written over a horizontal line.

Patrick M. Whitehead

Enclosures

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**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
SHIRDI SAI CENTER OF SOUTH FLORIDA INC.
A Florida Corporation Not for Profit**

Pursuant to the provisions of § 617.1007, Fla. Stat., SHIRDI SAI CENTER OF SOUTH FLORIDA INC., a Florida not-for-profit corporation, whose original articles of incorporation were filed by the Florida Department of State on September 13, 2010, by resolution duly adopted by all its Directors, adopts these Amended and Restated Articles of Incorporation:

ARTICLE I

NAME

The name of this corporation shall be:

SHIRDI SAI CENTER OF SOUTH FLORIDA INC.

ARTICLE II

PURPOSES

The purpose for which the corporation is organized is exclusively for religious, charitable, scientific, literary, and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), and as described under as described under Florida Statutes Section 617.0301. The primary purpose of this corporation shall be to provide a place of worship and other facilities for the practice of the Hindu Religion and to establish a Hindu Temple in the Lake Worth, Florida area. Furthermore, the purposes of this Corporation shall be to provide and support educational, religious, cultural and literary programs; to conduct such other activities incidental thereto, including but not limited to, raising funds for the corporation and other charitable purposes, and for such purposes to adopt and establish Bylaws, rules and regulations in accordance with the law and not inconsistent with these Articles of Incorporation.

2016 JUL 11 AM 10:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE III

POWERS

Section 3.01. The corporation has all powers prescribed by law and all powers necessary and incidental to the fulfillment of its purposes, including but not limited to, the power to acquire by gift, devise, bequest, purchase, lease or otherwise, and to hold, own, occupy, use, manage, improve, develop, maintain, lease, sell, mortgage, transfer, invest in or reinvest in, or otherwise deal with any real or personal property (tangible or intangible) of whatever kind and description and wherever situated, or with any estate or interest, legal or equitable, in the property, to borrow money and to make, accept, endorse, execute and issue promissory notes and other obligations in payment for property acquired or money borrowed; and to do all such other acts as are necessary or convenient to carry out the purposes set forth in these Articles.

Section 3.02. Final control and responsibility for the receipt, management and distribution of all funds by the corporation shall rest with the Board of Directors.

ARTICLE IV

LIMITATIONS

Section 4.01. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered.

Section 4.02. No substantial part of the activities of the corporation shall be attempting to influence legislation by propaganda or otherwise, except that the corporation may make the election provided for in Section 501(h) of the Code with respect to influencing legislation, and, only if it so elects, may make lobbying or grassroots expenditures that do not normally exceed the ceiling amounts prescribed by Sections 501(h)(2)(B) and (D) of the Code.

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Section 4.03. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on:

- (a) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Code, or
- (b) by a corporation, contributions to which are deductible under Section 170 of the Code; or
- (c) by a corporation formed pursuant to Chapter 617, Florida Statutes.

Section 4.04. Upon the dissolution or winding up of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational and scientific purposes as shall at that time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code, as the Board of Directors shall determine. Any assets not so disposed of shall be disposed of by the Circuit Court of Palm Beach County, Florida, exclusively for such purposes or to such organization or organizations which are organized and operated exclusively for such purposes.

Section 4.05. In the event that the corporation shall be a "private foundation" within the meaning of Section 509 of the Code, the corporation's income for each taxable year shall be distributed at such time and in such manner as not to subject it to tax under Section 4942 of the Code (unless the corporation is a "private operating foundation", in which case, Section 4942 of the Code is inapplicable), and the corporation shall be prohibited from engaging in any act of self-dealing as defined in Section 4941(d) of the Code, from retaining any excess business holdings as defined in Section 4943(c) of the Code, from making any investments in such manner as to subject

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the corporation to tax under Section 4944 of the Code, and from making any taxable expenditures as defined in Section 4945(d) of the Code.

ARTICLE V

TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI

MEMBERS

The Members of the corporation are set forth below. New Members shall be approved and admitted to the corporation as provided in the Bylaws. The current Members are:

DR. V.S. SUNDARAM

DR. SHANTHI SUNDARAM

DR. DEEPAK SUNDARAM

DR. PRETHI SUNDARAM MOHIP

ARTICLE VII

BOARD OF DIRECTORS

The number of Directors of the corporation shall not be less than three (3) nor more than nine (9). The names and addresses of the persons who are Directors of the corporation until their successors are nominated and appointed as provided in the Bylaws are:

DR. V.S. SUNDARAM
2740 Long Meadow Drive
Wellington, Florida 33414

DR. SHANTHI SUNDARAM
2740 Long Meadow Drive
Wellington, Florida 33414

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DR. DEEPAK SUNDARAM
2740 Long Meadow Drive
Wellington, Florida 33414

DR. PRETHI SUNDARAM MOHIP
8979 Three Rail Drive
Boynton Beach, Florida 33472

ARTICLE VIII

OFFICERS AND TIMES OF THEIR ELECTION

The Board of Directors shall choose annually, to manage the affairs of the corporation, subject to the control of the Board of Directors, the following officers: a President, one or more Vice Presidents, a Secretary, a Treasurer, or a Secretary/Treasurer, and such other officers as the Board of Directors may deem advisable or necessary. Each such Officer shall hold office until the next annual election or until his or her successor is chosen and qualified.

ARTICLE IX

NAME AND ADDRESS OF THE INCORPORATOR

The name and address of the Incorporator is:

DR. V.S. SUNDARAM
2740 Long Meadow
Wellington, Florida 33414

ARTICLE X

**INITIAL REGISTERED OFFICE AND AGENT,
PRINCIPAL OFFICE AND MAILING ADDRESS**

The initial registered office of this corporation shall be located at 2740 Long Meadow, Wellington, Florida 33414, and the name of the initial Registered Agent of this corporation at said

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address shall be DR. V.S. SUNDARAM. The principal office and mailing address of the corporation shall be 4761 Myrtle Drive, Lake Worth, Florida 33463.

ARTICLE XI

BYLAWS

The first Bylaws shall be made by the Directors. All alterations or revisions of the Bylaws shall be made by the Directors at any regular or special meeting duly called and held for that purpose in accordance with the Bylaws; provided, however, any such alteration or revision that affects the manner in which Members are admitted or terminated shall also require a majority vote of the Members.

ARTICLE XII

AMENDMENTS TO ARTICLES OF INCORPORATION.

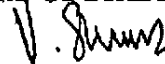
The Articles of Incorporation may be amended from time to time by resolution of the Directors at any regular meeting or at any special meeting duly called for that purpose; provided, however, any such amendment that affects the manner in which Members are admitted or terminated shall also require a majority vote of the Members. The resolution shall be certified to be correct by the President and Secretary and filed in the Office of the Secretary of State, State of Florida.

[THIS SPACE INTENTIONALLY LEFT BLANK; SIGNATURE PAGE FOLLOWS.]

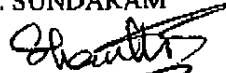
((H16000166601 3)))

IN WITNESS WHEREOF, the undersigned, being the full Board of Directors of the corporation, have executed these Amended and Restated Articles of Incorporation this 29th day of June, 2016.

BOARD OF DIRECTORS:



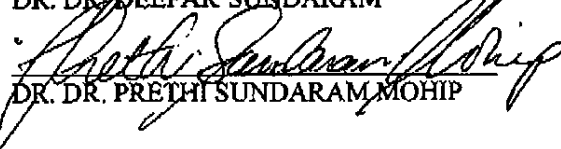
DR. V.S. SUNDARAM



DR. DR. SHANTHI SUNDARAM



DR. DR. DEEPAK SUNDARAM



DR. DR. PRETHI SUNDARAM MOHIP

((H16000166601 3)))

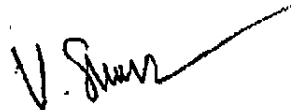
**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN
THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

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

That SHIRDI SAI CENTER OF SOUTH FLORIDA INC., desiring to organize under the laws of the State of Florida as a corporation not for profit, with its Registered Office as indicated in the Articles of Incorporation at 2740 Long Meadow, Wellington, Florida 33414, has named DR. V.S. SUNDARAM as its Registered 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 agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



DR. V.S. SUNDARAM
Registered Agent

**WRITTEN ACTION IN LIEU OF A
SPECIAL MEETING OF THE BOARD OF DIRECTORS**

SHIRDI SAI CENTER OF SOUTH FLORIDA INC.

Pursuant to Florida Statutes 617.0821, the undersigned, being all the Directors of SHIRDI SAI CENTER OF SOUTH FLORIDA INC., a Florida not-for-profit corporation, do hereby take the following written action in lieu of a special meeting of the Board of Directors:

1. The Articles of Incorporation of the corporation are hereby amended and restated in their entirety, in the form attached hereto, to provide for the following amendments:

A. Article II of the Articles of Incorporation shall be deleted in its entirety and the following new Article II shall be substituted in its place and stead:

**"ARTICLE II
PURPOSES**

The purpose for which the corporation is organized is exclusively for religious, charitable, scientific, literary, and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), and as described under as described under Florida Statutes Section 617.0301. The primary purpose of this corporation shall be to provide a place of worship and other facilities for the practice of the Hindu Religion and to establish a Hindu Temple in the Lake Worth, Florida area. Furthermore, the purposes of this Corporation shall be to provide and support educational, religious, cultural and literary programs; to conduct such other activities incidental thereto, including but not limited to, raising funds for the corporation and other charitable purposes, and

for such purposes to adopt and establish Bylaws, rules and regulations in accordance with the law and not inconsistent with these Articles of Incorporation."

B. DR. DEEPAK SUNDARAM is hereby elected and appointed as an additional Director of the corporation, to serve until his successor is nominated and appointed as provided in the Bylaws.

2. We, the undersigned, being the full Board of Directors, and all the Members of the corporation, certify that no Members are entitled to vote concerning this amendment and restatement of the corporation's Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned, being the full Board of Directors of the corporation, have executed this Written Action this 29 day of July, 2016.

BOARD OF DIRECTORS:


DR. V.S. SUNDARAM


DR. DR. SHANTHI SUNDARAM


DR. DR. PRETHI SUNDARAM MOHIP


DR. DEEPAK SUNDARAM

Attachment to Written Action

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
SHIRDI SAI CENTER OF SOUTH FLORIDA INC.
A Florida Corporation Not for Profit**

Pursuant to the provisions of § 617.1007, Fla. Stat., SHIRDI SAI CENTER OF SOUTH FLORIDA INC., a Florida not-for-profit corporation, whose original articles of incorporation were filed by the Florida Department of State on September 13, 2010, by resolution duly adopted by all its Directors, adopts these Amended and Restated Articles of Incorporation:

ARTICLE I

NAME

The name of this corporation shall be:

SHIRDI SAI CENTER OF SOUTH FLORIDA INC.

ARTICLE II

PURPOSES

The purpose for which the corporation is organized is exclusively for religious, charitable, scientific, literary, and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), and as described under as described under Florida Statutes Section 617.0301. The primary purpose of this corporation shall be to provide a place of worship and other facilities for the practice of the Hindu Religion and to establish a Hindu Temple in the Lake Worth, Florida area. Furthermore, the purposes of this Corporation shall be to provide and support educational, religious, cultural and literary programs; to conduct such other activities incidental thereto, including but not limited to, raising funds for the corporation and other charitable purposes, and for such purposes to adopt and establish Bylaws, rules and regulations in accordance with the law and not inconsistent with these Articles of Incorporation.

ARTICLE III

POWERS

Section 3.01. The corporation has all powers prescribed by law and all powers necessary and incidental to the fulfillment of its purposes, including but not limited to, the power to acquire by gift, devise, bequest, purchase, lease or otherwise, and to hold, own, occupy, use, manage, improve, develop, maintain, lease, sell, mortgage, transfer, invest in or reinvest in, or otherwise deal with any real or personal property (tangible or intangible) of whatever kind and description and wherever situated, or with any estate or interest, legal or equitable, in the property, to borrow money and to make, accept, endorse, execute and issue promissory notes and other obligations in payment for property acquired or money borrowed; and to do all such other acts as are necessary or convenient to carry out the purposes set forth in these Articles.

Section 3.02. Final control and responsibility for the receipt, management and distribution of all funds by the corporation shall rest with the Board of Directors.

ARTICLE IV

LIMITATIONS

Section 4.01. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered.

Section 4.02. No substantial part of the activities of the corporation shall be attempting to influence legislation by propaganda or otherwise, except that the corporation may make the election provided for in Section 501(h) of the Code with respect to influencing legislation, and, only if it so elects, may make lobbying or grassroots expenditures that do not normally exceed the ceiling amounts prescribed by Sections 501(h)(2)(B) and (D) of the Code.

Section 4.03. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on:

- (a) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Code, or
- (b) by a corporation, contributions to which are deductible under Section 170 of the Code; or
- (c) by a corporation formed pursuant to Chapter 617, Florida Statutes.

Section 4.04. Upon the dissolution or winding up of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational and scientific purposes as shall at that time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code, as the Board of Directors shall determine. Any assets not so disposed of shall be disposed of by the Circuit Court of Palm Beach County, Florida, exclusively for such purposes or to such organization or organizations which are organized and operated exclusively for such purposes.

Section 4.05. In the event that the corporation shall be a "private foundation" within the meaning of Section 509 of the Code, the corporation's income for each taxable year shall be distributed at such time and in such manner as not to subject it to tax under Section 4942 of the Code (unless the corporation is a "private operating foundation", in which case, Section 4942 of the Code is inapplicable), and the corporation shall be prohibited from engaging in any act of self-dealing as defined in Section 4941(d) of the Code, from retaining any excess business holdings as defined in Section 4943(c) of the Code, from making any investments in such manner as to subject

the corporation to tax under Section 4944 of the Code, and from making any taxable expenditures as defined in Section 4945(d) of the Code.

ARTICLE V

TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI

MEMBERS

The Members of the corporation are set forth below. New Members shall be approved and admitted to the corporation as provided in the Bylaws. The current Members are:

DR. V.S. SUNDARAM

DR. SHANTHI SUNDARAM

DR. DEEPAK SUNDARAM

DR. PRETHI SUNDARAM MOHIP

ARTICLE VII

BOARD OF DIRECTORS

The number of Directors of the corporation shall not be less than three (3) nor more than nine (9). The names and addresses of the persons who are Directors of the corporation until their successors are nominated and appointed as provided in the Bylaws are:

DR. V.S. SUNDARAM
2740 Long Meadow Drive
Wellington, Florida 33414

DR. SHANTHI SUNDARAM
2740 Long Meadow Drive
Wellington, Florida 33414

DR. DEEPAK SUNDARAM
2740 Long Meadow Drive
Wellington, Florida 33414

DR. PRETHI SUNDARAM MOHIP
8979 Three Rail Drive
Boynton Beach, Florida 33472

ARTICLE VIII

OFFICERS AND TIMES OF THEIR ELECTION

The Board of Directors shall choose annually, to manage the affairs of the corporation, subject to the control of the Board of Directors, the following officers: a President, one or more Vice Presidents, a Secretary, a Treasurer, or a Secretary/Treasurer, and such other officers as the Board of Directors may deem advisable or necessary. Each such Officer shall hold office until the next annual election or until his or her successor is chosen and qualified.

ARTICLE IX

NAME AND ADDRESS OF THE INCORPORATOR

The name and address of the Incorporator is:

DR. V.S. SUNDARAM
2740 Long Meadow
Wellington, Florida 33414

ARTICLE X

INITIAL REGISTERED OFFICE AND AGENT, PRINCIPAL OFFICE AND MAILING ADDRESS

The initial registered office of this corporation shall be located at 2740 Long Meadow, Wellington, Florida 33414, and the name of the initial Registered Agent of this corporation at said

address shall be DR. V.S. SUNDARAM. The principal office and mailing address of the corporation shall be 4761 Myrtle Drive, Lake Worth, Florida 33463.

ARTICLE XI

BYLAWS

The first Bylaws shall be made by the Directors. All alterations or revisions of the Bylaws shall be made by the Directors at any regular or special meeting duly called and held for that purpose in accordance with the Bylaws; provided, however, any such alteration or revision that affects the manner in which Members are admitted or terminated shall also require a majority vote of the Members.

ARTICLE XII

AMENDMENTS TO ARTICLES OF INCORPORATION

The Articles of Incorporation may be amended from time to time by resolution of the Directors at any regular meeting or at any special meeting duly called for that purpose; provided, however, any such amendment that affects the manner in which Members are admitted or terminated shall also require a majority vote of the Members. The resolution shall be certified to be correct by the President and Secretary and filed in the Office of the Secretary of State, State of Florida.

[THIS SPACE INTENTIONALLY LEFT BLANK; SIGNATURE PAGE FOLLOWS.]

IN WITNESS WHEREOF, the undersigned, being the full Board of Directors of the corporation, have executed these Amended and Restated Articles of Incorporation this 29th day of June, 2016.

BOARD OF DIRECTORS:

DR. V.S. SUNDARAM

DR. DR. SHANTHI SUNDARAM

DR. DR. DEEPAK SUNDARAM

DR. DR. PRETHI SUNDARAM MOHIP

**CERTIFICATE DESIGNATING 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:

That SHIRDI SAI CENTER OF SOUTH FLORIDA INC., desiring to organize under the laws of the State of Florida as a corporation not for profit, with its Registered Office as indicated in the Articles of Incorporation at 2740 Long Meadow, Wellington, Florida 33414, has named DR. V.S. SUNDARAM as its Registered 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 agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DR. V.S. SUNDARAM
Registered Agent