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(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
13 JAN -2 PM 2:58

0011-575 36

2-12/13



FLORIDA DEPARTMENT OF STATE
Division of Corporations

13 JAN -2 AM 11:33

November 13, 2012

BHOGENDRA NATH KHANAL
7522 ALPHA COURT EAST
WEEST PALM BEACH, FL 33406

SUBJECT: NIMISH NATH KHANAL MEMORIAL FOUNDATION, INC.
Ref. Number: W12000057219

We have received your document for NIMISH NATH KHANAL MEMORIAL FOUNDATION, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

If your business entity does not intend to transact business until January 1st of the upcoming calendar year, you may wish to revise your document to include an effective date of January 1st. If you do not list an effective date of January 1st, your business entity will become effective this calendar year and it will be required to file an annual report and pay the required annual report fee for the upcoming calendar year this coming January, which is merely weeks away. By listing an effective date of January 1st, the entity's existence will not begin until January 1st of the upcoming year and will, therefore, postpone the entity's requirement to file an annual report and pay the required annual report filing fee until the following calendar year.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

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) 245-6052.

Pamela Smith
Regulatory Specialist II

Letter Number: 812A00027389

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATION
TALLAHASSEE, FL 32314

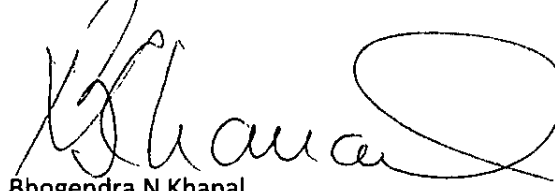
RECEIVED
12 NOV -8 PM 12:00
DIVISION OF CORPORATION

Re: Ref Number W11000057560
Letter No 811A00025709

To whom it may concern,

I had requested to set up a foundation (Nimish Nath Khanal Memorial Foundation Inc) on Nov 2011 however, pursuant to the attached letter from Pamela Smith, Regulatory Specialist II at the Florida Department of State the application was not accepted because of the Inadequacies. I have now completed the entire form to the best of my knowledge and I would like to resubmit this form. I would like to request for this foundation to be started on the first of January 2013. Please find attached the payment check and letter of receipt of the annual due that was paid with my request in November 2011.

Thank You

 10/30/2012

Bhogendra N Khanal

COVER LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Nimish Nath Khanal Memorial Foundation, Inc.
(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Bhogendra Nath Khanal
Name (Printed or typed)

7522 Alpha Court East
Address

West Palm Beach, FL, 33406
City, State & Zip

561-281-3942
Daytime Telephone number

Kbhogen@gmail.com
E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

13 JAN -2 PM 2: 58

In Compliance with Chapter 617, F.S., (NOT-FOR-PROFIT)

ARTICLE I: NAME

Name of the corporation shall be: **NIMISH NATH KHANAL MEMORIAL FOUNDATION, Inc.**

ARTICLE II: PRINCIPAL OFFICE

The principle place of business and mailing address of this corporation shall be:

7522 ALPHA COURT EAST, WEST PALM BEACH, FL 33406

ARTICLE III: PURPOSE

The purposes of the Foundation are as follows:

1. Provide education related grants and fellowships to promising children or young adults, but not limited to Nepalese and South Indian communities for establishing and developing education institution in Nepal;
2. Provide means to promote and educate children and adults in health related issues, especially in under-developed communities of rural Nepal;
3. Provide supplies including but not limited to medication, especially to the poor and under developed area of rural Nepal;
4. Promote sports as a means of encouraging good health and all-rounded well-being;
5. Promote social actives, both as individual and as community to encourage peace and well-being of the communities.
6. To coordinate with different organizations in order to implement and fulfill above purposes.

In the performance of stated purposes, the foundation shall have and enjoy all rights and powers granted to a corporation organized and existing under the Florida nonprofit corporation act, provided, however, the acts of the foundation shall be limited to performance of functions related to the stated purposes and other things incidental to them or connected with them, but the foundation shall not perform any acts which cannot be performed by a corporation exempt from federal income taxation under 501 [C] [6] of the internal revenue code (or the corresponding provisions of any future united states internal revenue code) and shall not organize, operate or engage any business for profit.

The Foundation shall have the power by corporate endeavor to solicit, earn or otherwise procure funds and property for corporate purposes, uses and development as permitted by these articles, the by-laws and the law.

ARTICLE IV: MANNER OF ELECTION

The manners in which the directors are elected or appointed:

A founder of this organization is appointed as a director to serve on the Board as the principal people responsible for governing the organization.

The Board of Director should meet at the end of each calendar year to elect officers, discuss the annual reports of the officers and committees, and approve the organization prior year actions.

The foundation shall have members. Membership eligibility shall be addressed in the by-laws of the Association.

ARTICLE V: INITIAL DIRECTOR AND/OR OFFICERS

List name(s), address(es), and specific title(s):

1. Bhogendra Nath Khanal M. D.
7522 Alpha Court East, West Palm Beach, FL 33406- President
2. Sabita Khanal
7522 Alpha Court East, West Palm Beach, FL 33406- Vice-President
3. Ashish Basistha
4364 Lake Lucerne Circle, West Palm Beach, FL 33409, Treasurer
4. Manisha Khanal
7522 Alpha Court East, West Palm Beach, FL 33406- General Secretary
5. Bidya Raj Subedi
6827 Willow Creek Run, Lake Worth FL 33463, Advisor
6. Sachin Nepal
6681 2nd street, Jupiter, FL 33458, Member

ARTICLE VI: INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent is:

Dr. Bhogendra Nath Khanal
7522 Alpha Court East
Lake Clarke Shores
West Palm Beach, Florida 33406

ARTICLE VII: INCORPORATOR

The name and the address of the incorporator is: -

Dr. Bhogendra Nath Khanal
7522 Alpha Court East
Lake Clarke Shores
West Palm Beach, Florida 33406

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ARTICLE VIII: CORPORATOR EARNINGS

No part of the net earnings of the foundation shall insure to benefit of, or be distributable to its members, trustees, officers or other private persons. The foundation shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article hereof.

Notwithstanding any other provisions of these Articles, the Foundation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income taxations under 501 [C] [6] if the internal revenue code (or the corresponding provisions of any future united states internal revenue code) and the applicable regulations as they now exist or as they hereafter be amended.

ARTICLE IX DISSOLUTION

Upon the dissolution of the foundation, assets shall be distributed for one or more exempt purposes within the meaning of section 501 [C] [6] if the internal revenue code or the corresponding sections of any future federal tax code or shall be distributed to the federal government, or to a state or local government, for public purpose. Any such assets not to be disposed of shall be distributed by a court of competent jurisdiction of the county in which the principal office of the foundation is then located exclusively for such purposes or to such organization(s), as said court shall determine, which are organized and operated exclusively for such purposes.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I'm familiar with and accept the appointment as registered agent and agree to act in this capacity.


SIGNATURE / REGISTERED AGENT

Date

Dec 31/1-12


SIGNATURE / INCORPORATOR

Date

Dec 31/1-2012