

N98000007353

TRANSMITTAL LETTER

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

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-12/24/98--01095--005
****131.25 *****87.50

SUBJECT: Dropchanabhi Gupta Charitable 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

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Barbara Gendics
Name (Printed or typed)

2010 NE 45th Street, Suite A
Address

Ft. Lauderdale, Florida 33308
City, State & Zip

Daytime Telephone number

FILED
98 DEC 30 PM 1:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles. REGISTER DEC 30 1998

Dropchanabhi Gupta Charitable Foundation, Inc.
2010 NE 45th Street, Suite A
Ft. Lauderdale, FL 33308

December 29, 1998

Beth Register
Division of Corporation
409 E. Gaines Street
Tallahassee, Florida 32399

Dear Ms. Register:

Per our conversation of today, in regards to Dropchanabhi Gupta Charitable Foundation, please affix as Dropchanabhi Gupta Charitable Foundation, Inc.

Directors will be appointed for the Corporation as per the Bylaws. Directors will be elected annually as per the Bylaws.

We are submitting signature and the name typed as the registered Agent. We are also enclosing the Article of Corporation with the new changes as requested.

Sincerely,

Barbara Gendics
Barbara Gendics
Incorporator

ARTICLES OF INCORPORATION

OF

DROPCHANABHI GUPTA CHARITABLE FOUNDATION, INC.

TO THE SECRETARY FO STATE OF THE SATE OF FLORIDA:

The undersigned, acting as incorporator of a corporation under the Florida Nonprofit Corporation Act (Chapter 617, F.S. and Chapter 212, F.S. of the Code of Florida) adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the Corporation is Dropchanabhi Gupta Charitable Foundation, Inc.

ARTICLE II

The Corporation shall have perpetual duration.

ARTICLE III

The Corporation is organized exclusively for educational and charitable purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1986, as amended, and in this connection, the purposes for which the Corporation is formed, and the business and objects to be carried on and prompted by it, are as follows:

The Corporation shall have all powers set forth in Chapter 617, F.S. of the Code of Florida that are reasonably necessary to fulfill and meet these purposes and which are not prohibited from being possessed or exercised by an organization exempt from income tax pursuant to Section 501 (a) of the Internal Revenue Code or by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code.

ARTICLE IV

The address of its initial registered office in the State of Florida is 2010 NE 45th Street, Ste. A., Ft. Lauderdale, Florida 33308, and the name of its initial registered agent at such address is Barbara Gendics. The principal office is the same as the registered office.

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ARTICLE V

The number of director(s) constituting the initial Board of Directors of the Corporation is three (3), and the names and addresses of the persons who are to serve as the initial directors are:

Mr. Abhishek Gupta
2010 NE 45th Street, Suite A
Ft. Lauderdale, FL 33308

Mr. Chandra Shekhar Gupta
2010 NE 45th Street, Suite A
Ft. Lauderdale, FL 33308

Mr. Krishna Srinivasa
2010 NE 45th Street, Suite A
Ft. Lauderdale, FL 33308

ARTICLE VI

The date on which the corporation existence shall begin is the date that this document is filed at the office of the Secretary of State.

ARTICLE VII

The name and address of the incorporator is:

Mrs. Barbara Gendics
2010 NE 45th Street, Suite A
Ft. Lauderdale, FL 33308

ARTICLE VIII

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 and to make payments and distributions in furtherance of the purposes set forth in Article IV hereof. 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), any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions 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 Internal Revenue Code of 1986 (or the correspondent provision of any future United States Internal Revenue Law); or (b) by a corporation, contributions to which are deductible under Section 170 (c) (2) of the

Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law).

ARTICLE IX

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute or convey, as the Board of Directors shall determine, all of the assets and land of the Corporation to an organization or organizations organized and operated for nonprofit purposes similar to those of the Corporation under Section 501 (c) (3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law). Any of such assets not so disposed of shall be disposed of by the District Court of the County in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE X

The Board of Directors will be appointed annually as per the Bylaws.

Dated the 23rd day of December, 1998.

ARTICLE XI

The name and address of the Incorporator to these Articles of Incorporation are:

Barbara Gendics
Barbara Gendics
Signature/Incorporator

12/23/98
Date

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate. I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Barbara Gendics
Barbara Gendics
Registered Agent
2010 NE 45th Street, Suite A
Ft. Lauderdale, FL 33308

12/23/98
Date

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TALLAHASSEE, FLORIDA