

N99000001514

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04 JUL 19 PM 3:05  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

Restat Act  
MD 7/20

# SADHANA KUTIR INC.,

1811 SW 29<sup>th</sup> Ave  
Fort Lauderdale, FL 33312

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: filing **Amendment** to the Articles of Association of Sadhana Kutir Inc., (Non Profit)  
**Document # N99000001514**

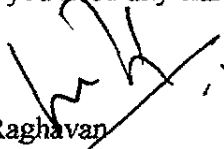
Dear Amendment Section,

Enclosed is an amendment to the articles of association of the above corporation as approved by the Board of Directors in their meeting on June 12, 2004.

Please mail two certified copies of this amendment to the above address

I am enclosing a check for a total of \$52.50 ( 35 + 8.75 + 8.75 = 52.50 )

In case you need any clarifications, please call me at 954 540 9908



Vijay Raghavan  
Agent for Sadhana Kutir



FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

June 28, 2004

VIJAY RAGHAVAN  
SADHANA KUTIR INC.  
1811 S.W. 29TH AVE.  
FT. LAUDERDALE, FL 33312

SUBJECT: SADHANA KUTIR INC.  
Ref. Number: N99000001514

We have received your document for SADHANA KUTIR INC. and check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

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) 245-6882.

Maryanne Dickey  
Document Specialist

Letter Number: 904A00042164

# SADHANA KUTIR INC.,

1811 SW 29<sup>th</sup> Ave  
Fort Lauderdale, FL 33312

Attn: Maryanne Dickey  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Re: filing Amendment to the Articles of Association of Sadhana Kutir Inc., (Non Profit)**  
**Document # N99000001514**

Dear Ms. Dickey,

As directed by your letter dtd June 28, 2004, I am enclosing the amendment to the articles of association of the above corporation as approved by the Board of Directors in their meeting on June 12, 2004. Necessary changes have been made on the last page of this amendment to certify that there are no members entitled to vote on this amendment.

Please mail two certified copies of this amendment to the above address

In case you need any clarifications, please call me at 954 540 9908



Vijay Naghavan  
Agent for Sadhana Kutir

**AMENDMENTS TO AND RESTATEMENT OF  
ARTICLES OF INCORPORATION  
OF**

**SADHANA KUTIR, INC.**

**Document # N99000001514**

**FILED**  
04 JUL 19 PM 3:05  
TALLAHASSEE, FLORIDA  
CLERK OF THE CIRCUIT COURT

Pursuant to the provisions of Section 617.0006 of the Florida Not for Profit Corporation Act, the undersigned corporation adopts the following amendments to its Articles of Incorporation filed March 8, 1999 and restates the Articles with amendments adopted hereunder:

1. A New Article II – Status, shall be inserted and the existing Article II shall be deleted.
2. Existing Article III – Purpose(s) shall be replaced by a new Article III – Purposes
3. A New Article IV- Non-Stock Corporation shall be inserted and the existing Article IV- Manner of Election of Directors deleted.
4. Existing Article V – Initial Registered Agent and Street Address be replaced by a New Article V- Registered Office and Agent.
5. Existing Article VI is deleted as a matter of historical interest.
6. New Articles, VI – Board of Directors and Corporate Officers, Article VII – Membership, Article VIII- Compensation, Article IX- Compensation, Article X – Powers, Article XI – By Laws, Article XII – Indemnification, XIII – Duration, XIV – Dissolution, Article XV – Tax Clause shall be inserted.

**ARTICLE I - NAME**

The name of the corporation shall be: **SADHANA KUTIR, INC.**

**ARTICLE II - STATUS**

The corporation is a non-profit religious, charitable, scientific, literary and educational corporation.

**ARTICLE III- PURPOSE**

The purposes for which the corporation is organized are exclusively religious, charitable, scientific, literary, and educational including, for such purposes, the making of distributions to organizations that qualify as exempt organizations within the meaning of section 501 (c) (3) of the Internal Revenue Code or the corresponding provision of any future federal tax code. The Primary purpose of this corporation shall be to disseminate the knowledge of the ancient Science of Yoga and the Vedas and other Hindu scriptures and the Sanskrit language which is the primary language of Hindu Religion. Furthermore, the purpose 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, buying, selling, disposing of both real and personal property of the corporation; to raise 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.

**ARTICLES IV- NON-STOCK CORPORATION**

The corporation shall be non-stock, and no dividends or pecuniary profits shall be declared or paid to the members thereof.

#### **ARTICLE V- REGISTERED OFFICE AND AGENT.**

The street address of the Registered Office and Principal Office of this Corporation in the State of Florida shall be 1811 S.W. 29<sup>th</sup> Avenue, Fort Lauderdale, Florida 33312-3825, unless changed by the Board of Directors and such change notified to the State of Florida, Division of Corporations in the manner provided by the laws of the state.

The Board of Directors shall designate and notify the name and address of the Registered Agent and any changes made therein to the State of Florida Division of Corporations in the manner provided by the laws of the State of Florida. The name and address of the current Registered Agent is Vijay Raghavan, 1811 S.W. 29<sup>th</sup> Avenue, Fort Lauderdale, FL 33312-3825.

#### **ARTICLE VI. BOARD OF DIRECTORS AND CORPORATE OFFICERS**

The administration and operation of the Corporation shall be vested in a single body called the Board of Directors. Its duties shall include operation and management of the corporation and all other properties and facilities connected with it which are owned or leased now or hereafter by the corporation, financial management of the resources of the corporation and establishing ways and means to raise such resources, and the recruitment of essential personnel for such maintenance, management and operation of such properties.

The Board shall consist of no more than five Directors of whom three shall be designated by the Board as officers of the corporation, namely, President, Secretary, and Treasurer. When the incumbent of an office is unable to perform the duties thereof, they shall be performed by the President or his designee until a successor officer is elected or appointed by the Board.

The Directors and Officers shall be elected or appointed by a simple majority of members present and voting.

The eligibility criteria for appointment as officers and other qualifications, their duties, their term of office, the method of appointment and manner of filling up vacancies shall be laid down in the bylaws made pursuant to these Articles.

#### **ARTICLE VII – MEMBERSHIP**

Membership of the Corporation is open to all those who accept the purpose of the corporation and are interested in learning the science of Yoga and the Vedic scriptures and apply in writing to the President of the Corporation. At this time, membership contributions are voluntary but the Board of Directors are authorized to prescribe, alter and collect membership dues from time to time as may be necessary in the future.

#### **ARTICLE VIII – COMPENSATION AND PROHIBITED ACTIVITIES**

No part of the earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers or other private persons, except that the organization 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 the purpose clause hereof.

No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing and distribution of statements) any political campaign on behalf of any candidate for public office.

#### **ARTICLES IX - POWERS**

The corporation shall possess such powers granted under the laws of the State of Florida to corporations not for profit to the extent not inconsistent with the provisions of the Internal Revenue Code governing tax exempt organizations. To the extent that any corporate power herein conferred or conferred by statute may be inconsistent with the primary purpose of the corporation or with the Internal Revenue Code provisions governing tax exempt organizations or may jeopardize such tax exempt status of the corporation, such grant of power shall be void.

#### **ARTICLES X - BY LAWS**

The by-laws of the corporation shall be made, altered or rescinded by the Board of Directors of the corporation as set forth in the bylaws of the corporation.

#### **ARTICLES XI - INDEMNIFICATION**

The Corporation shall fully indemnify all of its officers, directors, its registered agent and any former officer or director, to the full extent permitted by the law and also as provided in its Bylaws.

#### **ARTICLE XII- DURATION**

The term of existence of the corporation shall be perpetual.

#### **ARTICLE XIII - DISSOLUTION**

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (a) (c) of the Internal Revenue code or corresponding section of future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the County in which the principal office of the organization 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.

The dissolution of the corporation shall only be allowed with the unanimous approval of the Board of Directors

#### **ARTICLES XIV - TAX CLAUSE**

Notwithstanding any other provision of these articles, this corporation will not carry on any other activities not permitted to be carried on by (a) a corporation exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code or the corresponding provision of any future Federal tax code or (b) a corporation, contribution to which are deductible under section 170 (c) (3) of the Internal Revenue Code or any other corresponding provision of any future federal tax code.

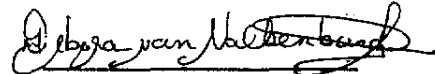
In WITNESS WHEREOF, that any and all amendments included herein have been adopted pursuant to section 617.0201 (4), Florida Statutes, and there is no discrepancy between the corporation's articles of incorporation as theretofore amended and the provisions of the restated articles of incorporation other than the inclusion of these amendments.

**Certificate of Adoption of Restatement and Amendments**

**It is certified that currently there are no members who are entitled to vote on the restated articles and amendments**

**The Restatement of the Articles of Incorporation of the Sadhana Kutir, Inc. together with amendments thereto as stated above were approved and adopted on June 12, 2004 unanimously by the Board of Directors at the meeting convened for the purpose after due notice, in accordance with the Fla. Stat. Sec. 617.1002 and in accordance with the Articles of Incorporation of this Corporation.**

IN WITNESS WHEREOF, that any and all amendments included herein have been adopted and there is no discrepancy between the corporation's articles of incorporation as theretofore amended and the provisions of the restated articles of incorporation other than the inclusion of these amendments The undersigned has set her signature and seal as Secretary of SADHANA KUTIR, INC. , this 30th day of June 2004.



DEBORA VAN VALKENBURGH, Secretary  
SADHANA KUTIR, INC.