

State of California
Secretary of State



I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

That the attached transcript of 7 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

MAY 14 2008

DEBRA BOWEN
Secretary of State



ARTICLES OF INCORPORATION **ENDORSED - FILED**
In the office of the Secretary of State
of the State of California

OF

APR 25 2008

Mukti for Social Development

(Non-Profit Public Benefit Corporation)

The undersigned incorporator hereby forms a corporation under the California Public Benefit Corporation Law (California Corporations Code Section 7110, et seq.)

ARTICLE I: NAME

The name of this corporation is Mukti for Social Development, hereinafter referred to as the "Corporation."

ARTICLE II: DURATION

This Corporation shall continue in existence perpetually unless dissolved pursuant to law and consistent with the terms of the Bylaws of this Corporation.

ARTICLE III: PURPOSES

SECTION A

This corporation is a nonprofit **PUBLIC BENEFIT CORPORATION** and is not organized for the private gain of any person. It is organized under the



Nonprofit Public Benefit Corporation Law for **public and charitable** purposes.

SECTION B

The nature of the activities to be conducted and the purposes to be promoted or carried out by the Corporation are as follows:

To be organized and operated exclusively for educational, and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or to any corresponding provision of any future federal tax law), (the "Code"), including but not limited to the following:

- A. To promote and sponsor activities to improve education, heighten social and environmental awareness and foster community development primarily in the low-income, underdeveloped communities of developing and under developed nations especially India (hereinafter "disadvantaged").
- B. To organize cultural activities in different parts of USA to raise awareness amongst the local communities about the plight of the disadvantaged.
- C. To organize meetings, seminars and discussion forums to solicit ideas of all interested parties to address the educational, economical and ecological needs of the disadvantaged.
- D. To work with Mukti India to achieve above common goals in India.
- E. To provide assistance to other governmental and not-for-profit organizations with purposes similar to, or with activities in furtherance of, the purposes set forth hereinabove.



- F. To make distributions to organizations that qualify as exempt organizations under Section 501(c) (3), Section 501(c) (4) and Section 501 (c) (6) or any state, territory or political subdivision exempt under section 115 of the United States Internal Revenue Code.
- G. To purchase, accept, exchange, inherit, lease or otherwise acquire real and personal property, or any interest therein, of whatever kind, and to own, hold, control, maintain, manage, convey, dispose of, or change the character of such property.
- H. Notwithstanding the foregoing, if the Board of Directors elects to seek and obtains an exemption from federal income tax for the Corporation pursuant to Section 501 (a) of the United States Internal Revenue Code as an organization described in Section 501 (c) (6) thereof, and until such time, if ever, as such exemption is denied or lost, the Corporation shall not knowingly carry on any other activities not permitted to be carried on by organizations exempt from federal income tax under Section 501(c) (6) of the United States Internal Revenue Code.
- I. No substantial part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting, to influence legislation (except as otherwise provided by Section 501(h) of the Code), and the Corporation shall not participate in, or intervene in (including publication or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.



ARTICLE IV: MEMBERS

The Corporation shall have members as follows:

- A. Eligibility. Any individual or organization shall be eligible for membership in accordance with these Articles of Incorporation and the Bylaws of the Corporation. There shall be no limit to the number of members.
- B. Classes of Members. There shall be one class of members of the Corporation.
- C. Voting Power. Each member shall be entitled to one (1) vote on all matters submitted to the Members for action. The members shall be entitled to vote for Directors.

ARTICLE V: BOARD OF DIRECTORS

The Board of Directors shall manage the activities, property and affairs of the Corporation. The number and manner of election of directors shall be as authorized in the Bylaws.

ARTICLE VI: DISTRIBUTION AND DISSOLUTION

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its directors or 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 III hereof.



Upon the termination, dissolution or final liquidation of the Corporation in any manner and for any reason, the Board of Directors shall first pay or provide for the payment of all liabilities of the Corporation; all remaining assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Code, or shall be distributed to the federal government, or to state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction 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 VII: LIMITATIONS ON LIABILITY OF DIRECTORS

The private property of the directors, officers, employees and members of the Corporation shall not, as such, be liable for the obligations of the Corporation. A director of the Corporation shall not be liable to the Corporation or its members for monetary damages for breach of directors duties to the Corporation or its members, except for breaches of the directors duty of loyalty to the Corporation or its members; acts or omissions not in good faith or that involve intentional conduct of a knowing violation of the law; transactions from which a director derived an improper economic benefit; or conflict of interest transactions, loans or guarantees for directors and officers or unlawful distributions.



ARTICLE VIII: INDEMINIFICATION

The Corporation may, as appropriate, indemnify its officers, directors, employees or agents, including former officers, directors, employees or agents, to the full extent permitted by law. The Corporation may make any other indemnification which shall be provided for by the Bylaws, by agreement, by vote of corporate members or directors, or otherwise, and this Article VIII shall not exclude any other right to which such person may be lawfully entitled.

ARTICLE IX: AMENDMENTS

The Board of Directors may by the affirmative vote of majority of all the members of the corporation, at any annual general meeting of members or at any special meeting called for such purpose:

- A. Amend the Articles of Incorporation, provided, however, that no such amendment shall operate to terminate the deductibility of gifts to the Corporation for federal tax purposes or the federal income tax exemption of the Corporation as an organization described in Section 501(c)(3) of the Code;
- B. Dissolve the Corporation;
- C. Transfer substantially all of the Corporation's assets to another corporation pursuant to Article VI;
- D. Merge the Corporation with another corporation or consolidate the Corporation into a new corporation; or



E. Amend the Bylaws.

The directors of the Corporation shall have the right to make other fundamental changes to the extent and in the manner permitted by California law to directors of a California Non-Profit Public Benefit Corporation except as otherwise provided in these Articles of Incorporation or the Bylaws of the Corporation.

ARTICLE X: INITIAL AGENT

The name and address in the State of California of this corporation's initial agent for service of process is:

Name: Gayatri Pal

Address: 519 Bellevue Street

City: Santa Cruz State: CALIFORNIA Zip: 95060

ARTICLE XI: DECLARATION AND SIGNATURES

IN WITNESS WHEREOF, the undersigned, being the Incorporator of Mukti for Social Development, have executed these Articles of Incorporation on April 18, 2008.



A handwritten signature in cursive script, reading "Gayatri Pal", written over a horizontal line.

Gayatri Pal, Incorporator