



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 27, 2007

BOOTH & COOK, P.A.
J. HARRIS COOK
7510 RIDGE RD
PORT RICHEY, FL 34668

Re: Document Number N00022

The Amended and Restated Articles of Incorporation for HINDU TEMPLE OF FLORIDA, INC., a Florida corporation, were filed on March 27, 2007.

Should you have any questions concerning this matter, please telephone (850) 245-6050, the Amendment Filing Section.

Cheryl Coulliette
Document Specialist
Division of Corporations

Letter Number: 507A00020765

RESTATED AND AMENDED ARTICLES OF INCORPORATION

OF

HINDU TEMPLE OF FLORIDA, INC.

(A Corporation Not For Profit Under Florida Statute 617)

Pursuant to the provisions of Fla. Stat. §617.1007 HINDU TEMPLE OF FLORIDA, INC., a Florida not-for-profit corporation whose original articles of incorporation were filed by the Florida Department of State on November 28, 1983, by resolution adopted by the board of trustees, adopts the following restated and amended articles of incorporation;

ARTICLE I - NAME

The name of the corporation is HINDU TEMPLE OF FLORIDA, INC.

ARTICLE II - PURPOSE

This corporation is organized exclusively for charitable and religious purposes including for such purposes, the fostering, promoting, supporting and conducting of religious and cultural activities of the Hindu religion.

ARTICLE III - NON-PROFIT STATUS

No part of the net earnings of the corporation shall enure to the benefit of or be distributed to its members, trustees, 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 purpose set forth in Article II hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence litigation, 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 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 Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation contribution to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE IV - DISSOLUTION

Upon the dissolution of the corporation, the Board of Trustees shall, after making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the

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TALLAHASSEE, FLORIDA
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corporation exclusively for the purposes of the corporation, in such manner or to such other churches or religious organizations practicing the Hindu Faith, or to organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Trustees shall determine. Any assets not so disposed of shall be disposed of by the court of competent jurisdiction of the county in which the principle 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 V - EXIST DURATION

The corporation shall have perpetual existence effective upon the filing of these Articles of Incorporation.

ARTICLE VI - BOARD OF TRUSTEES (AMENDED)

1. The Corporation shall be governed by a Board of Trustees, which shall consist of two (2) classes of trustees as follows:

- a. Patron Trustees
- b. Regular Trustees

2. The Board of Trustees shall be empowered to direct the management of the business and affairs of the Corporation and to exercise all rights and powers granted to the Corporation under these Articles, the Corporation's Bylaws and the laws of the State of Florida. The term, voting rights, qualifications and procedures for election of the Board of Trustees shall be set forth in the Bylaws of the Corporation.

3. A Patron trustee is selected if he or she has contributed a total of Fifty Thousand (\$50,000.00) Dollars or more in cash as of this date. This contribution should be a disclosed donation toward the Hindu Temple. After this date forward he or she is eligible to be a Patron Trustee if he or she has contributed Fifty Thousand (\$50,000.00) Dollars or more. The contributions toward membership, poojas, meal sponsorship or any other indirect means shall not be taken into account towards this purpose.

A regular Trustee is elected by the membership.

4. The total number of Patron Trustees shall not exceed one-third (1/3) of the total number of Trustees. The number of Trustees may be increased and or decreased by changes of Bylaws.

5. The worship and service of the Hindu Temple shall strictly be adhered to rules laid down in the Pancharatra Agama, Siva Kamika Agama, and Vaikanasa Agama. The Patron Trustees shall

have the authority to make the determination as to whether any action regarding the worship and religious service is in compliance with the rules. In the above matters, as well as the sale of real estate, change in temple architecture or declaration of bankruptcy, or matters of financial crisis as determined by a majority of the Board of Trustees, any decision of a majority of the Patron Trustees shall supercede and take precedence over any decision of the entire Board of Trustees unless such a decision is overridden by at least two-thirds (2/3) majority vote of the membership.

ARTICLE VII - REGISTERED AGENT AND OFFICE

The initial address of the corporation shall be 12136 Cobblestone Drive, Bayonet Point, FL 34667 and the name of the initial registered agent will be G. M. RAMAPPA.

ARTICLE VIII - OFFICERS

The officers of the corporation shall be elected by the Board of Trustees, annually at the annual meeting of the Board of Trustees, as provided in the Bylaws. The initial officers are:

PRESIDENT	G. M. RAMAPPA
VICE PRESIDENT	G. N. PATEI
SECRETARY	ASHOK KOMARLA
TREASURER	CHITRA RAVINDRA

The officers may be removed at any time with or without cause. Vacancies shall be filled by the Board of Trustees at any regular or specifically called meeting.

ARTICLE IX - BYLAWS

The Board of Trustees shall make, and shall have the power to alter or rescind, the Bylaws of the corporation.

ARTICLE X - AMENDMENT (AMENDED)

The Articles of Incorporation may be amended by the Board of Trustees subject to the approval and ratification by at least two-thirds (2/3) of the membership at any regular or special meeting called for that purpose. The Quorum of the meeting should be as least one-third (1/3) of the membership.

ARTICLE XI - MEMBERSHIP

Membership qualification and the manner of admission shall be determined by the Board of Trustees and shall be provided for in the Bylaws of the corporation.

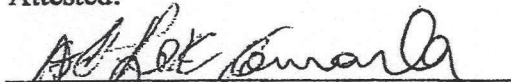
The above-restated Articles of Incorporation primarily restate and integrate the provisions of the Corporation's Articles of Incorporation as previously amended and also contain certain amendments, specifically designated as "Amended" which were adopted pursuant to Fla. Stat. § 617.0201(4). There is no discrepancy between the Corporation's Articles of Incorporation as previously amended and the provisions of these restated Articles of Incorporation other than the inclusion of amendments adopted pursuant to Fla. Stat. § 617.1007.

In Witness Whereof, the undersigned officers of the corporation have executed these restated Articles of Incorporation this 16th day of March, 2007.

HINDU TEMPLE OF FLORIDA, INC.


G. M. Ramappa, President

Attested:


Ashok Komarla, Secretary

Having been named as registered agent in these Restated and Amended Articles of Incorporation and to accept service of process for the above corporation at the place designated in these Articles, hereby accepts 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.


G. M. Ramappa, Registered Agent

RESTATED BYLAWS
OF
HINDU TEMPLE OF FLORIDA, INC.

ARTICLE I

Offices

The principal office of the corporation in the State of Florida shall be located in the County of Hillsborough. The corporation may have such other offices, either within or without the State of Florida, as the Board of Trustees may determine or as the affairs of the corporation may require from time to time.

The corporation shall have and continuously maintain in the State of Florida a registered office, and a registered agent whose office is identical with such registered office as required by the Florida Non-Profit Corporation Act. The register office may be, but need not be, identical with the principal office in the State of Florida, and the address of the registered office and the name of the registered agent may be changed from time to time as directed by the Board of Trustees.

ARTICLE II

Members

Section 1. Qualifications Any person believing in the tenets of and practicing the religion of Hinduism shall be eligible for membership.

Section 2. Admission to Membership. Admission to membership shall be upon approval of a majority of the Board of Trustees of the corporation after reviewing an application submitted by the prospective member. The Board of Trustees shall accept a family membership whereby the entire family is admitted for membership or an individual membership in its sole discretion.

Section 3. Membership Dues. Annual membership dues shall be \$100.00 per family unit or per individual membership, or a life membership of \$1,000.00 per family of two (2) adults, or such amount as is determined by the Board of Trustees from time to time, for the maintenance of the corporation. Such amount shall be due by January 31st of every year and shall be considered delinquent if not paid by March 31st of each year; provided, that the Board of Trustees may establish a procedure whereby the dues may be paid in installments.

Section 4. Honorary Members. Honorary members shall be selected by the Board of

Trustees, in their sole discretion, and shall not be required to make any membership dues payments.

Section 5. Voting Rights. Each individual member shall be entitled to one vote on each matter submitted to the vote of the members of the Corporation.

Section 6. Termination of Membership.

(a) Any member found to be delinquent by the terms of the membership agreement or abusing his or her privilege as a member of the corporation may have the membership cancelled by a two-thirds majority vote of the Board of Trustees.

(b) Common courtesy and strict discipline must be observed by each member while on the premises of the corporation and its religious activities. Disruptive actions or actions in vandalism which may undermine the principles set forth in the Bylaws or the Rules and Regulations of the corporation, as promulgated from time to time by the board of Trustees and the membership, shall result in termination of membership by a simple majority vote of the Board of Trustees.

(c) No alcohol, meat, fish or poultry will be allowed on the temple premises at any time.

(d) In no case shall the membership dues or donations paid by a member be refunded. If it is judged proper by the Board of Trustees, a cancelled membership may be reinstated upon written request signed by the former member and filed with the Secretary, and upon a majority vote of the Board of Trustees present at any regularly constituted meeting.

Section 7. Resignation. Any member may resign by filing a written resignation with the Secretary of the corporation.

ARTICLE III

Meetings of Members

Section 1. Annual Meeting. The annual meeting of the membership of the corporation shall be held on a date selected by the Board of Trustees in November of each year. The annual meeting of membership for any year shall be held no later than thirteen months after the last preceding annual meeting of the membership. Business transacted at the annual meeting shall include the election of the Board of Trustees of the corporation. All elected members of the board of Trustees shall take office immediately.

Section 2. Special Meetings. Special meetings of the members may be called by the President, the Board of Trustees, or not less than twenty-five (25%) percent of the members having voting rights.

Section 3. Place of Meetings. The Board of Trustees may designate any place within

the State of Florida, and the place of meeting for any annual meeting or for any special meeting called by the Board of Trustees. If no designation is made or if a special meeting be otherwise called, the place of meeting shall be the registered office of the corporation in the State of Florida; but if all of the members shall meet at any time and place, either within or without the State of Florida, and consent to the holding of the meeting, such meeting shall be valid without call or notice, and at such meeting any corporate action may be taken.

Section 4. Written Notice. Written notice stating the place, date and hour of the meeting and, in the case of a special meeting, the purpose or purposes for which the meeting is called, shall be delivered not less than five (5) and no more than thirty (30) days before the meeting, either personally, or by first-class mail, by or at the discretion of the President, the Secretary, or the officer or persons calling the meeting to each member entitled to vote at such meeting. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail addressed to the member at his address.

Section 5. Informal Action by Members. Any action required by law to be taken at a meeting of members, may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the members entitled to vote with respect to the subject matter hereof.

Section 6. Quorum. At any regular meeting of the membership, a quorum of twenty (20%) percent of the membership shall be sufficient to conduct any business of the corporation. The vote of two-thirds (2/3's) of the majority of the members present at a meeting at which a quorum is present shall constitute the vote of the Membership.

ARTICLE IV Board of Trustees

Section 1. General Powers. The affairs of the corporation shall be managed by the Board of Trustees except as otherwise provided by law, by the Articles of Incorporation of this corporation, or by these Bylaws. A Trustee must be a member in good standing of the Corporation and must sign the required pledge form.

Section 2. - Class: Tenure and Qualifications.

A. Patron Trustees. The Patron Trustees shall be inducted at the annual/regular meeting of the Board of Trustees. The term of office of each Patron Trustee shall be for ten (10) years, which term shall automatically be extended for an additional ten (10) years, or until a successor Patron Trustee is duly qualified and inducted. The total number of Patron Trustees shall not be more than one-third (1/3) of the total number of Regular Trustees at any given time.

B. Regular Trustees. The number of Regular Trustees on the Board of Trustees shall be no less than ten (10) and may be increased and/or decreased by amending the ByLaws by a two-thirds (2/3's) majority vote. Regular Trustees shall be elected by personal ballot at the annual meeting of members or by Postal ballot, and the term of office of each Regular Trustee shall be two (2) years, and/or until the successors are duly elected and qualified.

Section 3 - Regular Meetings A regular meeting of the Board of Trustees shall be held without any other notice than this Bylaw immediately after, and at the same place as the annual meeting of members. The Board of Trustees may provide, by resolution, the time and place for holding additional regular meetings without any other notice in such resolution. Additional regular meetings shall be held at the principal office of the Corporation in the absence of any designation and the resolution.

Notwithstanding any other provision of these Bylaws, the Board of Trustees shall meet on the fourth (4th) Sunday in November. This meeting shall be considered the joint annual meeting of the Board of Trustees and the membership of the organization.

Section 4 - Special Meetings. Special meetings of the Board of Trustees may be called by or at the request of the President or any three (3) members of the Board of Trustees, one of which members shall be a Patron Trustee. Special meetings shall be held at the principal office of the Corporation or at such other place as the President and/or Trustees may determine.

Section 5 - Notice. Notice of any special meeting of the Board of Trustees shall be given at least thirty (30) days previously thereto by written notice delivered personally or sent by mail to the Chairman of the Board at his address shown by the records of the Corporation. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail in a sealed envelope so addressed, with postage thereon prepaid. Any Trustee may waive notice of any meeting. The attendance of a Trustee at any meeting shall constitute a waiver of notice of such meeting, except where a Trustee attends a meeting for the express purpose of objecting to the transaction of any business to be transacted at the meeting shall be specified in the notice or waiver of notice of such meeting, unless specifically required by law or by these Bylaws.

Section 6 - Quorum. The presence of a majority of the Board of Trustees, a majority of whom are Regular Trustees but including at least two (2) Patron Trustees, shall constitute a quorum necessary to conduct the business of the organization, but a lesser number may adjourn the meeting until a quorum can be assembled, but in no event more than thirty (30) days from the prior meeting which lacked a quorum.

Section 7 - Board of Decisions. The act of a majority of the Trustees present at a meeting in which a quorum is present shall be the act of the Board of Trustees, unless the act of a greater number is required by law or by these Bylaws.

Section 8 - Special Voting Rights of the Patron Trustees. Notwithstanding any other provision of these Bylaws, the worship and service of the Hindu Temple of Florida shall be strictly adhered to the Pancharatra Agama, Siva Kamika Agama and Vaikanasa Agama. The Patron Trustees are vested with the authority to make the determination as to whether any action is in compliance with these rules. In matters of worship and service, sale of real estate, change in temple architecture or declaration of bankruptcy, or matters of financial crisis as determined by a majority of the Board of Trustees, any decision of a majority of the Patron Trustees shall supersede and take precedence over any decision of the entire Board of Trustees unless such decision is overridden by a vote of at least two-thirds (2/3's) majority of the members.

Section 9 - Vacancies. Any vacancy occurring in the position of a Regular Trustee shall be filled in the following manner: (a) Within thirty (30) days of a vacancy the Board of Trustees shall nominate one (1) or more persons to fill such vacancy; and (b) the Board of Trustees shall, within thirty (30) days of the nomination, vote on the persons nominated to fill the vacancy.

A Trustee appointed to fill a vacancy shall serve for the unexpired term of his predecessor in office.

A vacancy in the position of a Patron Trustee shall be filled by a majority vote of the remaining Trustees.

Section 10 - Disqualifications of Trustee to Vote. Any Trustee is disqualified from voting on any issue if the Trustee is mentally incompetent, or fails to attend at least twenty-five (25%) percent of the Board of Trustees meetings during two (2) consecutive years.

Section 11 - Compensation. Trustees as such shall not receive any stated salaries for their services. Nothing herein contained shall be construed to preclude any Trustee from serving the Corporation in any other capacity and receiving compensation therefor.

Section 12 - Indemnification. The Corporation shall indemnify any officer or Trustee, or any former officer or Trustee, to the full extent permitted by law.

ARTICLE V (DELETED)

ARTICLE V DELETED IN ITS ENTIRETY FEBRUARY 2, 1996

ARTICLE VI

Officers

Section 1 The officers of the corporation shall be as follows: President, Vice President, Secretary, Joint Secretary, and Treasurer. The Board of Trustees may also elect one or more additional Vice Presidents, one or more Assistant Secretaries and one or more Assistant Treasurers and such other officers as it deems necessary. Except as otherwise specifically provided in these

Bylaws, such additional officers shall have the authority and perform such duties as from time to time may be prescribed by the Board of Trustees. Any two or more offices may be held by the same person, except the offices of President and Secretary.

Section 2. Election and Term. The officers of the corporation shall be elected by the Board of Trustees at the annual meeting. Each officer shall hold office until the next annual meeting or until his successor is elected and qualified.

Section 3. Removal. Any officer or agent elected or appointed by the Board of Trustees may be removed by the Board of Trustees with or without cause.

Section 4. Vacancies. Vacancies among the officers may be filled by vote of a majority of the Board of Trustees at any annual or special meeting of the Board of Trustees.

Section 5. Duties. The President shall by virtue of his office, be Chairman of the Board of Trustees. He shall present at each annual meeting of the organization an annual report of the work of the organization. He shall see that all books, reports and certificates as required by law are properly kept or filed. He shall be one of the officers who may sign the checks or drafts of the organization. He shall have such powers as may be reasonably construed as belonging to the chief executive of any organization.

The Vice President shall officiate as President in the absence of the President and shall also perform such other duties as assigned by the President from time to time.

The Secretary together with any Joint Secretary, shall keep the minutes and records of the organization in appropriate books. He shall be a member of the Board of Trustees. It shall be his duty to file any certificate required by any statute, federal or state. He shall give and serve all notices to members of this organization. He shall be the official custodian of the records and seal of this organization. He may be one of the officers required to sign the checks and drafts of the organization. He shall submit to the Board of trustees any communications which shall be addressed to him as Secretary of the corporation. He shall attend to all correspondence of the corporation and shall exercise all duties incident to the office of Secretary.

The Treasurer shall have the care and custody of all monies belonging to the organization and shall be solely responsible for such monies or securities of the organization. He shall be a member of the Board of Trustees. He must be one of the officers who shall sign checks or drafts of the organization. No special fund shall be set aside that shall make it unnecessary for the Treasurer to sign the checks issued upon it. He shall render at stated periods as the Board of Trustees shall determine a written account of the finances of the organization and such reports shall be physically affixed to the minutes of the Board of Trustees of such meeting. He shall exercise all duties incident to the office of Treasurer.

Section 6. No Compensation. No officer shall for reason of his office be entitled to receive any salary or compensation of any nature for any service performed for the corporation or for transactions entered into with the corporation.

ARTICLE VII

Committees

Section 1. Committees Exercising the Authority of the Board of Trustees. The Board of Trustees, by resolution adopted by a majority of the entire number of Trustees fixed in these Bylaws, may designate one or more committees, which committees, to the extent provided in such resolution, shall have and exercise the authority of the Board of Trustees and the management of the corporation.

Section 2. Executive Committee. The Board of Trustees may appoint the Executive Committee from the membership for the day-to-day operation of the corporation.

Section 3. Other Committees. Committees not having and exercising the authority of the Board of Trustees and the management of the corporation may be designated by a resolution adopted by a majority of the Trustees present at a meeting at which a quorum is present. Any such committee may not exercise authority of the Board of Trustees or the management of the corporation and may be composed of individuals as the Board of Trustees may determine.

Section 4. Appointment to Committee. Upon resolution of the Board of Trustees creating a committee, the President of the corporation shall be authorized to appoint the members to the committee.

ARTICLE VIII

General Provisions

Section 1. Seal. The seal of the corporation shall be in the form appearing on the margin of this page.

Section 2. Waiver of Notice. Whenever any notice is required to be given to any Trustee or any other person under the provisions of these Bylaws, the Articles of Incorporation by applicable law, a waiver thereof in writing, whether before or after the time stated therein, shall be the equivalent to giving of such notice.

Section 3. Checks. All checks, drafts, or orders for the payment of money shall be signed by such officer or officers or other individuals as the Board of trustees may from time to time designate.

Section 4. Bond. The Board of Trustees may by resolution require any or all officers, agents or employees of the corporation to give bond to the corporation with sufficient sureties, conditioned on the faithful performance of the duties of their respective offices or positions, and to comply with such other conditions as may from time to time be required by the Board.

Section 5. Fiscal Year. The budget year of the corporation shall end on December 31st of each year.

Section 6. Indemnification. Each Trustee and officer of the corporation now or hereafter serving as such shall be indemnified by the corporation against any and all claims and liabilities, costs and attorneys fees to which he has or shall become subject by reason of service or having served as such trustee or officer, or by reason of any action alleged to have been taken, omitted, or neglected by him as such Trustee or officer; and the corporation shall reimburse each such person for all legal expenses reasonably incurred by him in connection with any such claim or liability, provided, however that no such person shall be indemnified against or be reimbursed for any expense incurred in connection with any claim or liability arising out of his own wilful misconduct.

Section 7. Priest Relations. The Hindu Temple of Florida acting through its Board of Trustees shall appoint a Priest for the Temple. The term of the appointment shall be for no longer than three (3) years. The Temple shall not sponsor any priest for a green card in the United States.

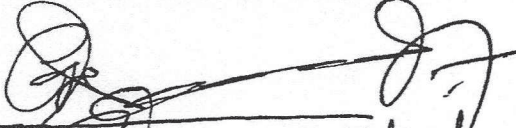
ARTICLE IX


Bylaws and Rules and Regulations

The Board of Trustees shall adopt bylaws, rules and regulations, guidelines and a code of conduct consistent with the Articles of Incorporation for the guidance of the officers, committees and members. The Board of Trustees shall have the power to alter the bylaws, regulations, guidelines and code of conduct

The above restated bylaws of HINDU TEMPLE OF FLORIDA, INC. primarily restate and integrate the provisions of the corporation's bylaws as previously amended and also contain certain amendments which were adopted. There is no discrepancy between the corporation's bylaws as previously amended and the provisions of these restated bylaws other than the inclusion of amendments adopted.

DATED: 13th December 13th, 2006


G.M. Ramappa, president

By: 
Ashok Komarla, Secretary

CERTIFICATE FOR RESTATED AND AMENDED ARTICLES OF INCORPORATION

OF

HINDU TEMPLE OF FLORIDA, INC.

(A Corporation Not For Profit Under Florida Statute 617)

Pursuant to the provisions of Fla. Stat. §617.1007(3) requiring a certificate certifying that certain statutory requirements were met, the undersigned officers of HINDU TEMPLE OF FLORIDA, INC., a Florida not-for-profit corporation, do hereby certify that the restatement filed simultaneously herewith contains amendments to the Articles requiring member approval. The said officers do further certify as follows:


1. Members are entitled to vote on amendments to the Articles of Incorporation.
2. On the 3rd day of July, 2004, the amendments to the Articles of Incorporation were adopted by the members at a properly called meeting.
3. At said meeting, the number of votes cast for the amendments was sufficient for approval.

In Witness Whereof, the undersigned officers of the corporation have executed this Certificate for the restated Articles of Incorporation this 13th day of December, 2006.

HINDU TEMPLE OF FLORIDA, INC.


G.M. RAMAPPA, President

Attested:


Ashok Komarla, Secretary