

**ARTICLES OF INCORPORATION
OF
UPAKRITI**

ENDORSED - FILED
In the office of the Secretary of State
of the State of California

JAN 02 2004

A CALIFORNIA PUBLIC BENEFIT CORPORATION

KEVIN SHELLEY
Secretary of State

ONE: The name of this corporation is Upakriti.

TWO: 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 charitable purposes.

THREE: The specific and primary purpose for which this corporation is organized is to improve the lives of underprivileged children in India by enhancing their physical well-being and educational opportunities through funding qualified initiatives.

FOUR: As of the date of the signing of these articles, the name and address in the State of California of this corporation's initial agent for service of process is Rakesh Garg, 279 Pacifica Way, Milpitas, CA 95035, USA.

FIVE:

- a) This corporation is organized and operated exclusively for charitable purposes within the meaning of Section 501(c)(3), Internal Revenue Code.
- b) Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code.
- c) No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of, or in opposition to, any candidate for public office.

SIX: The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person.

SEVEN: Upon the dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3), Internal Revenue Code.

EIGHT: As of the date of the signing of these articles, the names and addresses of the persons appointed to act as the initial Directors of this corporation, Upakriti, are:

<u>Name</u>	<u>Address</u>
Aravinda Radhakrishnan	165 S Bernardo Ave, #33, Sunnyvale, CA 94086
Sundar Venkat	1115 Village Drive, #2, Belmont, CA 94002
Rakesh Garg	279 Pacifica Way, Milpitas, CA 95035

NINE: Members in this corporation are defined in the bylaws.

Date: January 2, 2004

Aravinda Radhakrishnan, Director

Sundar Venkat, Director

Rakesh Garg, Director

We, the above-mentioned initial directors of this corporation, hereby declare that we are the persons who executed the foregoing Articles of Incorporation, which execution is our act and deed.

Aravinda Radhakrishnan, Director

Sundar Venkat, Director

Rakesh Garg, Director

