

# CERTIFICATE OF INCORPORATION

## WITH PROPOSED AMENDMENTS

(UNDER N.J.S. 15A-1-1 ET SEQ., THE NEW JERSEY NON PROFIT ORGANIZATION)

PRESENTED TO THE BOARD OF TRUSTEES ON JUNE 11, 1992 AND UNANIMOUSLY  
APPROVED BY THE BOARD OF TRUSTEES ON JULY 26, 1992

It is hereby certified that:

### ARTICLE I

(A). The name of the Corporation is HINDU TEMPLE AND CULTURAL SOCIETY OF USA, INC.

(B). The alternate name of the Corporation shall be SRI VENKATESWARA TEMPLE (BALAJI MANDIR) AND COMMUNITY CENTER. Wherever the alternate name is used the following format should be used.

HINDU TEMPLE AND CULTURAL SOCIETY OF USA, INC.  
SRI VENKATESWARA TEMPLE (BALAJI MANDIR)  
AND  
COMMUNITY CENTER

### ARTICLE II

The Corporation is formed for the following purpose or purposes:

2.01 To lease, purchase or construct a traditional Hindu Temple; to maintain a Hindu Temple or Temples in U.S.A., and to provide a place of worship for Hindus or non-Hindus with interest in Hindu religion, practices and philosophy.

2.02 To promote Hindu religion, traditions, culture and Indian languages.

2.03 To establish, lease, purchase or construct a Community Center and to maintain a Community Center to meet and serve needs of the community.

2.04 To promote inter-religious activities, to promote understanding of different cultures, religions and ethnic heritage.

2.05 To support humanitarian and other charitable causes.

2.06 To do any other act incidental to or connected with the foregoing purposes or in advancement thereof but not for the pecuniary benefit of 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 this article. 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.

DULY APPROVED ON OCTOBER 7, 1992  
[Handwritten signatures and initials]

shall not participate in 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 further United States Internal Law) or (b) by a Corporation, contributions to which are deductible under 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United State Internal Revenue Law).

### ARTICLE III

The Corporation will have members and the members may be divided into categories. The qualifications for membership, the rights and limitations for each category of members shall be setforth in the Bylaws of the Corporation.

### ARTICLE IV

The address of this Corporation's initial registered office is 414 Birch lane, Leonia, New Jersey 07605 and the name of the initial registered agent at that address is Janardan Reddy Nukalapati.

### ARTICLE V

All affairs of the Corporation shall be managed by the Board of Trustees, which shall be the policy making body of the Corporation. The number of Trustees with vote shall neither be less than 3 nor more than 25. The manner of election and term of the Trustees shall be setforth in the Bylaws of the Corporation. The number of officers of the Board of Trustees and the manner of election and term of the Officers shall be setforth in Bylaws. The Executive Committee and all Special Committees shall report to the Board of Trustees. Each Trustee shall be a member in good standing of the Corporation during the tenure of the Trusteeship.

### ARTICLE VI

The first Board of Trustees of this Corporation shall consist of nine(9) Trustees and the name and address of each person who is to serve as such Trustee is as follows:

Prasada Rao Yarlagadda	35 Overhill Way Berkely Heights, NJ 07922
Veerabhadra Rao Aluri	131 Van Nostrand Ave Eglewood Cliffs, NJ 07632
S.K.Rao	71 East Shore Road Mountain Lakes, NJ 07046
Kuchipudi Bapineedu	508 Hampton Hill Road Franklin Lakes, NJ 07417

DULY APPROVED ON  
OCTOBER 7, 1992

NOB

MAJ  
NNG



Jhansi Kunnamaneni	128 Eileen Drive Cedar Grove, NJ 07099
Subba Rao Vallabhaneni	631 Farmdale Road Franklin Lakes, NJ 07417
Gandhi Chitturi	6 Clarksson Court Paramus, NJ 07652
B. Sivarama Reddy	2 Lancaster Drive Suffen, NY 10901
Janardan Reddy Nukalapati	414 Birch Lane Leonia, NJ 07605

**ARTICLE VII**

The Board of Trustees, by a resolution adopted by a majority of the Board, may from time to time designate from among the members of the Board an Executive Committee and such other Special Committees from the members of the Corporation at large with such powers and authority as may be provided by such resolution, to manage the day to day activities of the temple, community center, priest residence and other acquisitions. The Executive Committee and all other Special Committees shall serve at the pleasure of the Board of Trustees and report directly to the Board of Trustees.

**ARTICLE VIII**

The Board of Trustees shall have power to make, adopt, alter, amend and repeal, from time to time, Bylaws of the Corporation by 2/3 rds vote of the full Board of Trustees in a duly convened meeting of the Board with duly executed written proxy voting permitted except Bylaws dealing with number, composition and election of the Board of Trustees and Credit Policy Committee.

**ARTICLE IX**

The name and address of the incorporator is

Janardan Reddy Nukalapati	414 Birch Lane Leonia, NJ 07605
---------------------------	------------------------------------

**ARTICLE X**

The Certificate of Incorporation may be altered, amended or repealed pursuant to the procedure stated below:

10.01 The Board of Trustees may propose an amendment to the Certificate of Incorporation by two-thirds vote of the full Board of Trustees without the use of proxy voting in a duly convened meeting of the Board of Trustees.

*DULY APPROVED ON  
OCTOBER 7, 1992  
[Signature]*

10.02 Any member of the Corporation who is entitled to vote may propose an amendment to the Certificate of Incorporation provided that proposal is supported by 15 percent of each category of the total members of the Corporation who has voting power.

10.03 An amendment to the Certificate of Incorporation, proposed as specified in the above sections 10.01 and 10.02 and duly presented to the members, no more than once a year, for voting in mail and/or in a duly convened assembly of the members of the Corporation with duly executed written proxy voting permitted, shall be deemed to be approved if it is accepted by at least two-thirds majority in each category of members.

#### ARTICLE XI

In the event of dissolution, all of the remaining assets, after paying or making provisions for the payment of all of the liabilities of the Corporation, dispose of all the assets of the Corporation exclusively for the purpose of the Corporation in such manner, or to such organizations organized and operated for purposes similar to the purpose of this Corporation as shall at the time qualify as an exempt organization under section 501(c)(3) of the Internal Revenue Code of 1954 as amended, as the Board of Trustees shall determine.

#### ARTICLE XII

The duration of the Corporation is perpetual.

IN WITNESS WHEREOF, each individual Trustee, each being over the age of eighteen years, has signed this certificate on this            day of            , 1992 under the penalties of perjury.

DULY APPROVED  
ON OCTOBER 7, 1992  
MAB  
MAB