

ARTICLES OF INCORPORATION
AS AMENDED
VIA AMENDMENT 1

ARTICLE I: NAME

I. Name

The name of this corporation shall be the Uttarakhand Foundation (“UF”). From time to time, the Uttarakhand Foundation will do business as the Uttaranchal Association of North America (“UANA”).

ARTICLE II: DURATION

II. Duration

The period of duration of the corporation is perpetual.

ARTICLE III: PURPOSE

III. Statement of Purpose

UF is a non-profit corporation and shall operate exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code.

Uttarakhand is a state in the northern part of the Republic of India. The UF’s purpose is to organize charitable and educational activities promoting the concerns and well-being of the Uttarakhand region of India, as well as Uttarakhand communities in the Unites States of America. The UF seeks to promote self-development in communities in Uttarakhand through improvement in functional literacy, development education, empowerment education, health care education and through the development of sustainable agricultural programs. The UF seeks to organize social, cultural and educational activities and sponsor/participate in such other programs as may be of general interest to its members. From time to time, the UF will partner with other non-profit organizations with similar goals.

ARTICLE IV: NON-PROFIT NATURE

IV. Non-Profit Nature

a. Non-Profit Nature

The UF is organized exclusively for charitable and educational purposes including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future Federal tax code. No part of the net earnings of the UF shall inure to the benefit of, or be distributable 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 purposes set forth in the Statement of Purpose clause hereof.

Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on by any organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future Federal tax code.

The UF is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its charitable and educational purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to, any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles of Incorporation.

b. Personal Liability

No officer or director of this corporation shall be personally liable for the debts or obligations of the UF of any natures whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

c. Dissolution

Upon termination or dissolution of the UF, any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code or described in any corresponding provision of any successor statute, which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of the UF hereunder shall be selected by the discretion of a majority of the Directors of the UF and if its Directors cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the UF by one (1) or more Directors which verified petition shall contain statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Virginia.

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose which, at least

generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Virginia to be added to the general fund.

d. Prohibited Distributions

No part of the net earnings, or properties of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private person or individual, 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 the Statement of Purpose hereof.

e. Restricted Activities

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

f. Prohibited Activities

Notwithstanding any other provision of these Articles the corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code.

ARTICLE V: BOARD OF DIRECTORS

V. Board of Directors

a. Governance

There is a Board of Directors (“Board”) governing the UF.

The Board may form committees to administer UF’s various activities. Such activities may include cultural and athletic programs to raise funds to administer the UF.

b. Initial Directors

The initial directors of the corporation shall be:

Ajay Adhikari	14349 Stillfield Court, Centreville, VA 20120
Pritam Dimri	12101 Peters Farm Way, Westborough, MA 01581
Ramesh Patwal	307 Blossom Circle, Dayton, NJ 08810

Ajay Rawat
Runjhun Saklani

42670 Frontier Drive, Ashburn, VA 20148
131 E. Holly St., Apt 310, Pasadena, CA 91103

c. Directors

Directors, other than initial directors, shall be appointed by a unanimous vote of the Board.

ARTICLE VI: MEMBERSHIP

VI. Membership

The UF shall have membership as provided in the Bylaws.

ARTICLE VII: AMENDMENTS

VII. Amendments

Any amendments to the Articles of Incorporation may be adopted by approval of at least 51% of the Board.

ARTICLE VIII: ADDRESS OF THE CORPORATION

VIII. Address of the Corporation

The corporation's registered office address is: 5641 Burke Center Parkway, Suite 205, Burke, VA 22015.

The corporation's registered mailing address is: 5641 Burke Center Parkway, Suite 205, Burke, VA 22015.

ARTICLE IX: REGISTERED AGENT

IX. Registered Agent

The name and address of the corporation's registered agent is: Kishore K Pandey, 5641 Burke Center Pkwy Suite 205, Burke, VA 22015-2259. The Registered Agent's business address is identical to that of the registered office address.

The registered agent is an individual who is a resident of Virginia and a director of the corporation.

ARTICLE X: INCORPORATOR

X. Incorporator

The name and address of the incorporator of the corporation is as follows:

Sachin Bhatt
6350 Wind Rider Way
Columbia, Maryland 21045