

FILED
In the Office of the
Secretary of State of Texas

ARTICLES OF INCORPORATION OF AUSTIN KANNADA SANGHA

(A Nonprofit Corporation)

APR 07 2000

I, the undersigned natural person of the age of eighteen (18) years, the incorporator of Austin Kannada Sangha under the Texas Nonprofit Corporation Act, hereafter called the Corporation, do hereby adopt the following Articles of Incorporation for such Corporation:

ARTICLE ONE

Name: The name of the Corporation is AUSTIN KANNADA SANGHA

ARTICLE TWO

Nonprofit Corporation: The Corporation is a nonprofit corporation.

ARTICLE THREE

Duration: The period of the Corporation's duration is perpetual.

ARTICLE FOUR

4.0 Purposes:

4.01. The Corporation is organized exclusively for charitable, literary, and educational purposes as defined in Section 501(c)(3) of the Internal Revenue Code. The purpose of the organization is to promote artistic, literary, cultural, charitable, and educational activities by the Kannada-loving persons of Texas.

The organization will engage in activities that further the above purposes. These activities will include, but not be limited to:

- Encourage artistic and literary talent among the Kannada Community,
- Promote the understanding of the cultural values of Kannada tradition,
- Help and guide new immigrants from the region of Karnataka in India,
- Provide support for community members in distress and adversity,
- Furnish a forum for pageantry and exposition of the talents that are latent in the community and render a setting for the development of children's talents,
- Accept donations to defray the expenses towards charitable, educational, cultural, and humanitarian causes.

4.02. Notwithstanding any other provision of these Articles of Incorporation:

a. No part of the net earnings of the Corporation shall inure to the benefit of any director of the Corporation, officer of the Corporation, or any private individual. Also, no director, officer or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. 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 shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

b. The corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and its Regulations, as they now exist, or as they may hereafter be amended, or by an organization contributions to which are deductible under 170(c)(2) of the Internal Revenue Code and Regulations as they now exist or as they may hereafter be amended.

c. Upon dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to charitable organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may be hereafter amended.

d. The Corporation is organized pursuant to the Texas Nonprofit Corporation Act and does not contemplate pecuniary gain or profit and is organized for nonprofit purposes which are consistent with the provisions of Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may be hereafter amended.

ARTICLE FIVE

Membership:

The Corporation shall have voting members. These voting members shall be members in good standing and must have paid the yearly membership dues.

ARTICLE SIX

Initial Registration Office and Agent:

The street address of the initial registered office of the Corporation is:
16811 Willow Oak Lane, Round Rock, TX - 78681.

- The name of the initial registered agent at such address is:
Mr. Arunshankar Bokkasada.

ARTICLE SEVEN

Directors:

The number of Directors constituting the initial Board of Directors of the Corporation is seven [7]. The Directors are elected on a biennial basis, by the general membership. Functionally, four of these Directors are also the officers of the executive committee of the Corporation, in the positions of President, Vice-President, Secretary, and the Treasurer. The names and addresses of those people who are to serve as the initial Directors are:

Name and Address:

Arunshankar Bokkasada:	16811 Willow Oak Lane, Round Rock, TX - 78681
Kolar Balasubramanyam:	13601 Elm Ridge Ln #1413, Austin, TX - 78727
Venu Kallur:	1439 Tamar Lane, Austin, TX - 78727
Sudhee Subrahmanya:	11915 Stone Hollow Dr #917B Austin, TX - 78758
Anu Rao:	5805 Taylor Draper Cove, Austin, TX - 78759
Vinoj Kumar:	1725 Dapplegrey Lane, Austin, TX - 78727
Padma Shankar:	13313 Boswood Drive, Austin, TX - 78727

ARTICLE EIGHT

Indemnification of Directors and Officers:

Each Director and each officer or former Director or officer may be Indemnified and may be advanced reasonable expenses by the Corporation against liabilities imposed upon him or her, and expenses reasonably incurred by him or her in connection with any claim against him or her, or any action, suit or proceeding to which he or she may be a party by reason of his or being, or having been, such Director or officer and against such sum as independent counsel selected by the Directors shall deem reasonable payment made in settlement of any such claim, action, suit or proceeding primarily with the view of avoiding expenses of litigation; provided, however, that no Director or officer shall be indemnified:

(a) with respect to matters as to which he or she shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in performance or duty,

(b) with respect to any matters which shall be settled by the payment of sums which independent counsel selected by the Directors shall not deem reasonable payment made primarily with a view to avoiding expense of litigation, or

(c) with respect to matters for which such indemnification would be against public policy. Such rights of indemnification shall be in addition to any other rights to which Directors or officers may be entitled under any bylaw, agreement, corporate resolution, vote of Directors or otherwise. The

Corporation shall have the power to purchase and maintain at its cost and expense insurance on behalf of such persons to the fullest extent permitted by this Article and applicable state law.

ARTICLE NINE

Limitation on Scope of Liability:

No director shall be liable to the Corporation for monetary damages for an act or omission in the Director's capacity as a Director of the Corporation, except and only for the following:

- a.** A breach of the Director's duty of loyalty to the Corporation;
- b.** An act or omission not in good faith by the Director or an act or omission that involves the intentional misconduct or knowing violation of the law by the Director;
- c.** A transaction from which the Director gained any improper benefit whether or not such benefit resulted from an action taken within the scope of the Director's office; or
- d.** An act or omission by the Directors for which liability is expressly provided for by statute.

ARTICLE TEN

Implementation of the Articles of Incorporation:

10.1 Informal Action by Directors:

Any action required by law to be taken at a meeting of Directors, or any action which may be taken at a meeting of Directors, may be taken without a meeting if a consent in writing setting forth the action so taken shall be signed by a sufficient number of Directors as would be necessary to take that action at a meeting at which all of the Directors were present and voted. All consents signed in this manner must be delivered to the Secretary or other officer having custody of the minute book within sixty (60) days after the date of the earliest dated consent delivered to the Corporation in this manner. A facsimile transmission or other similar transmission shall be regarded as signed by the Director for purposes of this Article.

10.2 Amendments:

Under exceptional circumstances, the Directors may amend the Articles of Incorporation, or the bylaws of the Corporation. However, the general body of voting members must approve such amendments within twelve months.

10.3 Administration:

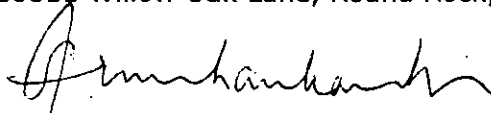
The bylaws of the corporation will guide the day to day administration of the corporation.

ARTICLE ELEVEN

Incorporator:

The name and address of the incorporator is:

Name: Mr. Arunshankar Bokkasada
Address: 16811 Willow Oak Lane, Round Rock, TX - 78681



IN WITNESS WHEREOF, I have hereunto set my hand,

this 07 day of APRIL, ^{A.}1999-2000

03/07/00 11:00:00 AM