

ARTICLES OF INCORPORATION

OF

BHAKTIVEDANTA BOOK TRUST -- INTERNATIONAL, INC.

I

The name of this corporation is BHAKTIVEDANTA BOOK TRUST -- INTERNATIONAL, INC.

II

This corporation is a religious corporation and is not organized for the private gain of any person. It is organized under the California Non-Profit Religious Corporation Law exclusively for religious purposes.

III

This corporation is organized and operated exclusively for religious purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code. 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 any candidate for public office. In furtherance of this fundamental objective, the specific purposes of this Corporation are as follows:

A. To solicit, hold, administer, protect and maintain the national and international copyrights relating to the writings on the beliefs, principles, practices and rituals of the Krishna Consciousness Religion -- specifically the works of His Divine Grace A.C. Bhaktivedanta Swami Prabhupada (Srila Prabhupada), including his writings, correspondence, and recorded lectures and conversations; along with related works by his followers -- and issue world-wide, on an exclusive or non-exclusive basis, licenses to such persons who may manufacture, sell, give or otherwise distribute the licensed literature, under such terms and conditions which assure the faithful propagation of the said Religion and maintain the integrity of the works.

B. To solicit, hold, administer, protect and maintain the national and international trademarks relating to the publications of the above-mentioned works and issue world-wide, on an exclusive or non-exclusive basis licenses to such persons who may manufacture, sell, give or otherwise distribute the literature, under such terms and conditions which assure the

faithful propagation of the said Religion and maintain the integrity of the works.

C. To use earnings or profits of the Corporation to assist devotees to fully and freely exercise the said religion; to facilitate the distribution of the literature of the Religion; to purchase properties upon which to construct Krishna temples or other facilities to be used for Krishna conscious purposes; to purchase, construct or renovate buildings for the same purposes; and to otherwise aid in the propagation and continuation of the Religion.

IV

The name and address in the State of California of this corporation's initial agent for service of process is:

David M. Liberman
Attorney at Law
2049 Century Park East
Suite 3160
Los Angeles, CA 90067

V

The property of this corporation is irrevocably dedicated to religious 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. 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 non-profit fund, foundation or corporation which is organized and operated exclusively for religious purposes and which has established its tax exempt status under section 501(c)(3) of the Internal Revenue Code.

VI

The bylaws shall provide for the number, term, method of election of designation, removal and resignation of directors, as well as conditions of service. There shall be no members of the Corporation, as such, eligible or qualified to vote for members of the board of directors. The board of directors shall be self-perpetuating. No individual may be elected to serve, or continue to serve, as a director unless he or she is committed to the beliefs and practices of the Krishna Consciousness Religion.

VII

No member, officer, director or employee of the corporation shall be personally liable for any corporate debt or liability of the corporation, and the corporation shall provide in the bylaws for the indemnification of such persons for certain of their acts or failures to act when undertaken for or in the interest of the corporation and in good faith.

VIII

A. The officers and directors of this corporation shall serve in such capacities as fiduciaries, and no one shall serve this corporation as a fiduciary if he or she is an agent of any other organization.

B. The corporation shall be organized and operated solely to promote its own purposes, and shall not serve as a trustee or agent of the International Society for Krishna Consciousness, or any other organization which is organized or operated to further the religious teachings of Shri Chaitanya Mahaprabhu, except pursuant to written agreements bearing adequate consideration.

C. The corporation shall have no rights to direct or empower any action of any religious organization operated in connection with the Krishna Consciousness religion, and it has no power to control, manage or own (in trust or otherwise) any assets of any religious organization operated in connection with the Krishna Consciousness religion.

IX

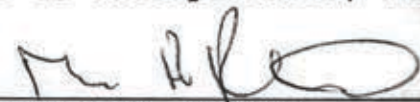
The duration of the corporation shall be perpetual.

September 9, 1988



Thomas H. Klimek,
Incorporator

I, Thomas H. Klimek, hereby declare that I am the person who executed the foregoing Articles of Incorporation, which execution is my act and deed.



Thomas H. Klimek