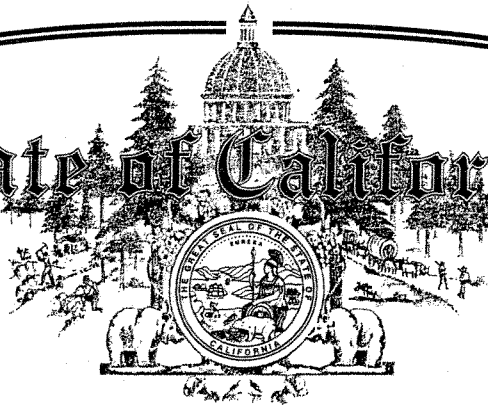


State of California



SECRETARY OF STATE

I, *Kevin Shelley*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 2 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

OCT 06 2004



Kevin Shelley
Secretary of State

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

OCT 06 2004

KEVIN SHELLEY
Secretary of State

ARTICLES OF INCORPORATION

BAY AREA BANGLADESH ASSOCIATION, INC.

I

The name of this corporation is Bay Area Bangladesh Association, Inc.

II

A. This corporation is a 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 public and charitable purposes.

B. The specific purpose of this organization is to foster goodwill between the members of the organization, and between citizens of Bangladesh and citizens of United States of America. To help develop social, economic, scientific, literary and educational growth in Bangladesh. Help newcomers from Bangladesh understand the system here in USA. Keep the social and cultural heritage of Bangladesh alive among the residents of San Francisco and Bay Area through cultural and educational programs and exchanges.

III

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

Mizanur M. Rahman
11583 Country Spring Court
Cupertino CA 95014

IV

A. This corporation is organized and operated exclusively for scientific, literary, and educational purposes within the meaning of Section 501(c)(3), of Internal Revenue Code.

B. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or other wise 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.

V

C. The property of this corporation is irrevocable 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. 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), of Internal Revenue Code.

Dated: October 4, 2004

Md. Mizanur Rahman

Mizanur M. Rahman, Incorporator

