



The Commonwealth of Massachusetts
William Francis Galvin

Minimum Fee: \$35.00

Secretary of the Commonwealth, Corporations Division
One Ashburton Place, 17th floor
Boston, MA 02108-1512
Telephone: (617) 727-9640

Articles of Organization

(General Laws, Chapter 180)

Identification Number: 001496401

ARTICLE I

The exact name of the corporation is:

KIOCH PARTNERS OF AMERICA (K-PALS), INC.

ARTICLE II

The purpose of the corporation is to engage in the following business activities:

SAID ORGANIZATION IS ORGANIZED EXCLUSIVELY FOR CHARITABLE, RELIGIOUS, EDUCATIONAL, AND SCIENTIFIC PURPOSES, INCLUDING, FOR SUCH PURPOSES, THE MAKING OF DISTRIBUTIONS TO ORGANIZATIONS THAT QUALIFY AS EXEMPT ORGANIZATIONS UNDER THE SECTION 501 (C) (3) OF THE INTERNAL REVENUE CODE, OR CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE. THE BUSINESS ACTIVITY FOR SAID ORGANIZATION IS AS FOLLOWS: THE CORPORATION IS ORGANIZED UNDER CHAPTER 180 OF THE GENERAL LAWS OF THE COMMONWEALTH OF MASSACHUSETTS EXCLUSIVELY FOR CHARITABLE PURPOSES, INCLUDING, FOR SUCH PURPOSES, TO PROVIDE EXPERT, FINANCIAL AND OTHER MATERIAL ASSISTANCE TO KATHMANDU INSTITUTE OF CHILD HEALTH (KIOCH), DULY REGISTERED WITH THE GOVERNMENT OF NEPAL AND AFFILIATED WITH SOCIAL WELFARE COUNCIL OF NEPAL, THAT WORKS FOR PROMOTION OF CHILD HEALTH THROUGH HEALTH EDUCATION, PREVENTIVE, CURATIVE AND REHABILITATIVE HEALTH CARE IN NEPAL. THE CORPORATION MAY CARRY ON ANY ACTIVITIES IN CONNECTION WITH ANY OF THE FOREGOING PURPOSES, AND HAVE AND EXERCISE ALL OF THE PURPOSES AND POWERS CONFERRERD UPON NONPROFIT CORPORATIONS UNDER SECTION 6 OF CHAPTER 180 OF THE GENERAL LAWS OF THE COMMONWEALTH OF MASSACHUSETTS AS NOW IN FOR OR HEREAFTER AMENDED, AND DO EVERYTHING NECESSARY OR APPROPRIATE TO ACCOMPLISH ANY OF THE FOREGOING PURPOSES TO THE EXTENT PERMISSIBLE UNDER THE LAWS OF COMMONWEALTH OF MASSACHUSETTS, ALL TO THE EXTENT NOT INCONSISTENT WITH THE REQUIREMENTS CONTAINED IN SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE, AS AMENDED, AND NOT INCONSISTENT WITH ANY OTHER PROVISIONS OF THESE ARTICLES OF ORGANIZATION.

ARTICLE III

A corporation may have one or more classes of members. If it does, the designation of such classes, the manner of election or appointments, the duration of membership and the qualifications and rights, including voting rights, of the members of each class, may be set forth in the by-laws of the corporation or may be set forth below:

MAY BE SET FORTH IN THE BYLAWS

ARTICLE IV

Other lawful provisions, if any, for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the corporation, or of its directors or members, or of any class of members, are as follows:
(If there are no provisions state "NONE")

NO PART OF THE NET EARNINGS OF THIS ORGANIZATION SHALL INURE TO THE BENEFIT OF, OR BE DISTRIBUTABLE TO, ITS MEMBERS, TRUSTEES, OFFICERS, OR OTHER PRIVATE PERSONS. EXCEPT THAT THE ORGANIZATION 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 PURPOSE CLAUSE HEREOF. NO SUBSTANTIAL PART OF THE ACTIVITIES OF THIS ORGANIZATION SHALL BE THE CARRYING ON PROPAGANDA, OR OTHERWISE ATTEMPTING TO INFLUENCE LEGISLATION, AND THIS ORGANIZATION SHALL NOT PARTICIPATE IN, OR INTERVENE IN (INCLUDING THE PUBLISHING OR DISTRIBUTION OF STATEMENTS), ANY POLITICAL CAMPAIGN ON BEHALF OF ANY CANDIDATE FOR PUBLIC OFFICE. NOTWITHSTANDING ANY OTHER PROVISION OF THIS DOCUMENT, THE CORPORATION SHALL NOT CARRY ON ANY OTHER ACTIVITIES NOT PERMITTED TO BE CARRIED ON (A) BY AN 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, OR (B) BY AN ORGANIZATION, CONTRIBUTIONS TO WHICH ARE DEDUCTIBLE UNDER SECTION 170(C) (2) OF THE INTERNAL REVENUE CODE, OR THE CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE. UPON THE DISSOLUTION OF THIS CORPORATION, ASSETS REMAINING SHALL BE DISTRIBUTED FOR ONE OR MORE EXEMPT PURPOSES WITHIN THE MEANING OF SECTION 501(C) (3) OF THE INTERNAL REVENUE CODE, OR CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE, OR SHALL BE DISTRIBUTED TO THE FEDERAL GOVERNMENT, OR TO A STATE OR LOCAL GOVERNMENT, FOR A PUBLIC PURPOSE. ANY SUCH ASSETS NOT DISPOSED OF SHALL BE DISPOSED BY THE COURT OF COMMON PLEAS OF THE COUNTY IN WHICH THE PRINCIPAL OFFICE OF THE ORGANIZATION IS THEN LOCATED, EXCLUSIVELY FOR SUCH PURPOSES OR TO SUCH ORGANIZATION OR ORGANIZATIONS, AS SAID COURT SHALL DETERMINE, WHICH ARE ORGANIZED AND OPERATED EXCLUSIVELY FOR SUCH PURPOSES.

Notes: The preceding four (4) articles are considered to be permanent and may only be changed by filing appropriate Articles of Amendment.

ARTICLE V

The by-laws of the corporation have been duly adopted and the initial directors, president, treasurer and clerk or other presiding, financial or recording officers, whose names are set out on the following page, have been duly elected.

ARTICLE VI

The effective date of organization of the corporation shall be the date approved and filed by the Secretary of the Commonwealth. If a later effective date is desired, specify such date which shall not be more than *thirty* days after the date of filing.

ARTICLE VII

The information contained in Article VII is not a permanent part of the Articles of Organization.

a. The street address (post office boxes are not acceptable) of the principal office of the corporation in Massachusetts is:

No. and Street: 26 FARMINGTON DR
City or Town: SHREWSBURY State: MA Zip: 01545 Country: USA

b. The name, residential street address and post office address of each director and officer of the

corporation is as follows:

Title	Individual Name First, Middle, Last, Suffix	Address (no PO Box) Address, City or Town, State, Zip Code	Expiration of Term
PRESIDENT	PRAKASH PAUDEL	26 FARMINGTON DR SHREWSBURY, MA 01545 USA 26 FARMINGTON DR SHREWSBURY, MA 01545 USA	May be set forth in the bylaws
TREASURER	BISHOW ARYAL	17 JULIANA DRIVE PITTSFIELD, MA 01201 USA 17 JULIANA DRIVE PITTSFIELD, MA 01201 USA	May be set forth in the bylaws
CLERK	DILLI RAM POUDEL	28 SHREWSBURY GREEN DR, UNIT H SHREWSBURY, MA 01545 USA 28 SHREWSBURY GREEN DR, UNIT H SHREWSBURY, MA 01545 USA	May be set forth in the bylaws
DIRECTOR	PRAKASH PAUDEL	26 FARMINGTON DR SHREWSBURY, MA 01545 USA 26 FARMINGTON DR SHREWSBURY, MA 01545 USA	May be set forth in the bylaws
DIRECTOR	DILLI RAM POUDEL	28 SHREWSBURY GREEN DR, UNIT H SHREWSBURY, MA 01545 USA 28 SHREWSBURY GREEN DR, UNIT H SHREWSBURY, MA 01545 USA	May be set forth in the bylaws
DIRECTOR	KUSMA PYAKUREL	26 FARMINGTON DR SHREWSBURY, MA 01545 USA 26 FARMINGTON DR SHREWSBURY, MA 01545 USA	May be set forth in the bylaws
DIRECTOR	RADHESH PANDIT	26 FARMINGTON DR SHREWSBURY, MA 01545 USA 26 FARMINGTON DR SHREWSBURY, MA 01545 USA	May be set forth in the bylaws
DIRECTOR	BISHOW ARYAL	17 JULIANA DRIVE PITTSFIELD, MA 01201 USA 17 JULIANA DRIVE PITTSFIELD, MA 01201 USA	May be set forth in the bylaws

c. The fiscal year (i.e., tax year) of the business entity shall end on the last day of the month of:
December

d. The name and business address of the resident agent, if any, of the business entity is:

Name: GITA PANDEY PAUDEL
No. and Street: 26 FARMINGTON DR.
City or Town: SHREWSBURY State: MA Zip: 01545 Country: USA

I/We, the below signed incorporator(s), do hereby certify under the pains and penalties of perjury that I/we have not been convicted of any crimes relating to alcohol or gaming within the past ten years. I/We do hereby further certify that to the best of my/our knowledge the above-named officers have not been similarly convicted. If so convicted, explain:
CHEYENNE MOSELEY, ASST. SECRETARY, LEGALZOOM.COM, INC., A CA CORPORATION 10
1 N. BRAND BLVD., 11TH FLOOR GLENDALE CA 91203 USA

IN WITNESS WHEREOF AND UNDER THE PAINS AND PENALTIES OF PERJURY, I/we, whose signature(s) appear below as incorporator(s) and whose name(s) and business or residential address (es) beneath each signature do hereby associate with the intention of forming this business entity under the provisions of General Law, Chapter 180 and do hereby sign these Articles of Organization as
incorporator(s) this 24 Day of March, 2021. If an existing corporation is being re-incorporated, this is

the exact name of the business entity, the state or other jurisdiction where it was incorporated, the name of the person signing on behalf of said business entity and the title he/she holds or other authority by which such action is taken.)

CHEYENNE MOSELEY, ASST. SECRETARY, LEGALZOOM.COM, INC., A CA CORPORATION

THE COMMONWEALTH OF MASSACHUSETTS

I hereby certify that, upon examination of this document, duly submitted to me, it appears that the provisions of the General Laws relative to corporations have been complied with, and I hereby approve said articles; and the filing fee having been paid, said articles are deemed to have been filed with me on:

March 24, 2021 09:03 AM

A handwritten signature in black ink, reading "William Francis Galvin". The signature is written in a cursive style with a large, stylized initial "W".

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth