

# Original Charter

- Filed With Erie County Clerk March 8, 1853
- Filed With New York State March 12, 1853

State of New York }  
Department of State } ss:

*I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.*

*Witness my hand and seal of the Department of State on*

**FEB 02 2001**



A handwritten signature in black ink, appearing to read "J. Shub", followed by a long horizontal line.

*Special Deputy Secretary of State*

# Charter

State of New York  
 County of Erie } ss.  
 City of Buffalo }

We the undersigned citizens of the State of New York, of full age, being desirous to associate ourselves for benevolent and scientific purposes, do hereby, pursuant to the Statute in such case made and provided, certify that the name by which the Society or incorporation hereby to be formed, shall be known in Law, is,

The Young Men's Christian Union of Buffalo; that the object and business of the Society is the improvement of the intellectual, social and religious condition of young men; that the managers are fourteen in number; that the names of the managers for the first year of the existence of the Society are as follows, viz:

- |                    |                  |
|--------------------|------------------|
| William A. Halbert | John L. Lott     |
| James E. Ingram    | J. J. Hawley     |
| E. A. Swan         | Charles E. Young |
| O. H. D. Champion  | W. D. Gibbs      |
| E. J. Baldwin      | John Root        |
| A. R. Wright       | James O. Brayman |
| Jesse Clement      | Charles Hill     |

and that the location of the Society is in the City of Buffalo in accordance with the Charter of the City of Buffalo.

- |                    |                |
|--------------------|----------------|
| Jesse Clement      | John Root      |
| William A. Halbert | James E. Young |
| Charles Hill       |                |
| O. H. D. Champion  |                |

State of New York  
County of Erie } ss.  
City of Buffalo } On this eighth day  
of March, in the year one thousand  
eight hundred and fifty three, before  
me, at my office in the City of Buffalo,  
came Jesse Clement, Norton A. Wal-  
bert, Isaac C. Gryon, Charles E. Young,  
Charles Hill, <sup>John Root</sup> and Oliver H. P. Chaufalin,  
to me personally known to be the indi-  
viduals described in and who executed  
the foregoing instrument, and respectively  
and severally acknowledged that they  
executed the same for the purposes  
therein mentioned. Samuel Lake Commissioner  
of Deeds of the City of Buffalo

State of New York  
County of Erie } I James C. Abbott  
a Justice of the Supreme  
Court of the State of New York residing  
in the Eighth Judicial District  
of the said state, do hereby give my  
assent and approbation to the  
filing of the within certificate or  
charter pursuant to the Statute in  
such case made and provided  
Buffalo March 10th 1853. J. C. Abbott

925

Certification Chart

The Young Men's  
Christian Union of Buffalo

of the  
Young Men's Christian  
Union of Buffalo

Certificate of Incorporation

Division of Buffalo

Filed March 12, 1885

Wm. H. Campbell  
atp Dec. 1st 1885

802

TRANSCRIPT OF CHARTER  
OF THE  
YOUNG MEN'S CHRISTIAN ASSOCIATION OF  
BUFFALO AND ERIE COUNTY  
as filed with the Erie County Clerk as the  
CHARTER of the YOUNG MEN'S CHRISTIAN  
UNION OF BUFFALO

Filed March 8, 1853

CHARTER

State of New York)  
County of Erie)  
City of Buffalo)

We, the undersigned citizens of the State of New York, of full age, being desirous to associate ourselves, for benevolent and scientific purposes, do hereby, pursuant to the statute in such case made and provided, certify that the name by which the society or incorporation hereby to be formed, shall be known in law, is

"The Young Men's Christian Union of Buffalo", that the object and business of the society, the improvement of the intellectual, social and religious condition of young men; that the managers are 14 in number; that the names of the managers for the first year of the existence of the society, are as follows, viz:

Norton A. Halbert	John Loton
Issac L. Tryon	J. L. Lawley
E. A. Swain	Charles E. Young
O. H. T. Champlin	W. D. Fobes
G. J. Baldwin	John Root
A. R. Wright	James O. Breyman
Jesse Clement	Charles Hill

and that the location of this society is in the City of Buffalo, Erie County, New York.

Signed,

Jesse Clement  
Norton A. Halbert  
Charles Hill  
O. H. T. Champlin  
John Root  
Issac Tryon  
C. E. Young

# Certificate of Increase in Number of Directors

– Filed With New York State April 22, 1932

CERTIFICATE OF INCREASE OF NUMBER  
OF DIRECTORS OF  
YOUNG MEN'S CHRISTIAN ASSOCIATION  
OF BUFFALO

Passed at a Session Thirty-one  
Membership Corporations Law

-O-O-O-O-O-O-

We, MYRON S. SHORT President, and ARTHUR  
N. COTTON Secretary, of Young Men's Christian Association  
of Buffalo, hereby CERTIFY:

1. The name of this corporation is YOUNG MEN'S  
CHRISTIAN ASSOCIATION OF BUFFALO.
2. The said corporation was created by Special Law,  
to wit, Chapter 89 of the Laws of 1883 of the State of

3. The number of directors previously authorized  
is sixteen (16). The number of directors as increased  
by this certificate shall hereafter be thirty-eight (38).

IN WITNESS WHEREOF, we have made, sub-  
scribed and acknowledged this certificate, this 18th day  
of April, 1932.

  
President.

  
Secretary.

STATE OF NEW YORK )  
COUNTY OF ERIE ) SS:  
CITY OF BUFFALO )

MYRON S. SHORT and ARTHUR N. COTTON, each  
being duly sworn, depose and say, and each for himself  
deposes and says, that the said MYRON S. SHORT is the  
President of YOUNG MEN'S CHRISTIAN ASSOCIATION OF BUFFALO

323-98-1



and the said ARTHUR N. COTTON is the Secretary thereof;  
that they have been authorized to execute and file the  
foregoing certificate by the concurring vote of a majority  
of the members of said corporation present at a special  
meeting duly held on the 18th day of April, 1932, upon  
notice pursuant to Section Forty-three of the Membership  
Corporations Law.

*Myron D. Wood*  
*Arthur N. Cotton*

Severally Subscribed and Sworn to  
before me this 18th day of April, 1932.

*William H. Meaurio*

State of New York }  
DEPARTMENT OF STATE } ss.:

I CERTIFY that I have compared the preceding copy with the original Certificate  
to Increase the number of Directors of  
YOUNG MEN'S CHRISTIAN ASSOCIATION OF BUFFALO,  
filed in this department on the 22nd day of April, 1932, and  
that such copy is a correct transcript therefrom and of the whole of such original.

Witness my hand and the official seal of the Department of State  
at the City of Albany, this twenty-second day  
of April, one thousand  
nine hundred and thirty-two.

*Frank S. Sharp*  
Deputy Secretary of State

# Certificate of Name Change

– Filed With New York State April 27, 1953

**CERTIFICATE OF CHANGE OF NAME**

**OF**

**"THE YOUNG MEN'S CHRISTIAN ASSOCIATION OF BUFFALO"**

**TO**

**"THE YOUNG MEN'S CHRISTIAN ASSOCIATION OF BUFFALO AND ERIE COUNTY"**

Pursuant to section 40 of the General Corporation Law, we the undersigned, Frank W. Tindle as President, and Welles V. Moot as Secretary, respectively, of THE YOUNG MEN'S CHRISTIAN ASSOCIATION OF BUFFALO, do hereby certify as follows:

1. The name of the corporation is THE YOUNG MEN'S CHRISTIAN ASSOCIATION OF BUFFALO.
2. The corporation was created pursuant to an act of the New York Legislature, Chapter 319 of the Laws of 1848 and amended by Chapter 741 of the Laws of 1873, Chapter 80 of the Laws of 1879, Chapter 89 of the Laws of 1883, Chapter 102 of the Laws of 1890, Chapter 262 of the Laws of 1894, Chapter 596 of the Laws of 1909, and by a Certificate of Increase of the Number of Directors filed with the Department of State of the State of New York on the 22nd day of April, 1932.
3. The Certificate of Charter of said corporation was filed in the office of the Clerk of the County of Erie on the 8th day of March, 1853, and in the office of the Secretary of State (Department of State) on the 12th day of March, 1853, pursuant to Chapter 319 of the Laws of 1848.
4. The new name to be assumed by said corporation is "THE YOUNG MEN'S CHRISTIAN ASSOCIATION OF BUFFALO AND ERIE COUNTY."

IN WITNESS WHEREOF, the undersigned have subscribed  
and acknowledged this Certificate in duplicate this 2<sup>nd</sup> day  
of April, 1953.

FRANK W. TINDLE

Frank W. Tindle  
President

WELLES V. MOOT

Welles V. Moot  
Secretary

STATE OF NEW YORK :  
COUNTY OF ERIE : SS.  
CITY OF BUFFALO :

FRANK W. TINDLE and WELLES V. MOOT, being duly  
severally sworn, depose and say that they are the President and  
Secretary, respectively, of THE YOUNG MEN'S CHRISTIAN ASSOCIATION  
OF BUFFALO; that they have been authorized to execute and file  
the foregoing Certificate of Change of Name of the said Corpora-  
tion by a majority of the voting members of the Corporation, and  
that such votes were cast at a special meeting of the members  
called for that purpose held on the 3rd day of March, 1953, upon  
notice as prescribed in Article 6 of the constitution of said  
corporation.

FRANK W. TINDLE

Frank W. Tindle  
President

WELLES V. MOOT

Welles V. Moot  
Secretary

Sworn and subscribed to be-  
fore me this 2<sup>nd</sup> day of April, 1953.

R. Elizabeth Briggs

R. ELIZABETH BRIGGS  
Notary Public, State of New York  
Qualified in Erie County  
My Commission Expires March 30, 1954

STATE OF NEW YORK :  
COUNTY OF ERIE : ss

On this 21<sup>st</sup> day of April, 1953, before me personally appeared FRANK W. TINDLE, to me known to be the person described in and who executed the foregoing instrument and duly acknowledged to me that he executed the same.

*Virginia Canavan Hurlbert*

VIRGINIA CANAVAN HURLBERT—Reg. No. 313  
NOTARY PUBLIC  
In and for Erie County, New York  
My Commission expires Mar. 30, 1955

STATE OF NEW YORK :  
COUNTY OF ERIE : ss.

On this 21<sup>st</sup> day of April, 1953, before me personally appeared WELLES V. MOOT, to me known to be the person described in and who executed the foregoing instrument and duly acknowledged to me that he executed the same.

*Virginia Canavan Hurlbert*

VIRGINIA CANAVAN HURLBERT—Reg. No. 313  
NOTARY PUBLIC  
In and for Erie County, New York  
My Commission expires Mar. 30, 1955

# STATE OF NEW YORK

## DEPARTMENT OF STATE

re

A. C. MacLachlan  
Young Men's Christian Assn  
45 West Mohawk Street  
Buffalo, New York

Albany,

April 27,

19 53

5104

Certificate of ..... Change of Name .....

of ..... THE YOUNG MEN'S CHRISTIAN ASSOCIATION OF BUFFALO to THE YOUNG MEN'S  
has been filed today. .... CHRISTIAN ASSOCIATION OF BUFFALO AND ERIE COUNTY

SIDNEY B. GORDON, Deputy Secretary of State

Fees and/or tax paid as follows:

Received by ..... Check ..... \$ 25.00

Filing ..... \$ 25.00

Tax ..... \$

Certified copy ..... \$

Certificate ..... \$

Total \$ 25.00

County Erie

Refund \$ .....

Department of State

By ..... 

# Certificate of Amendments of the Act of Incorporation

– Filed With New York State May 22, 1953

13304

17  
433  
Filed  
5/10/53  
5/10/53

CERTIFICATE OF AMENDMENTS

OF

THE ACT OF INCORPORATION AND AMENDMENTS THERETO

OF

THE YOUNG MEN'S CHRISTIAN ASSOCIATION OF BUFFALO AND ERIE COUNTY

(Pursuant to Section 30 of the Membership Corporation Law)

TO INCLUDE THE FOLLOWING

- \* CHANGE OF THE WORD "CONSTITUTION" WHEREVER IT APPEARS IN THE ACT OF INCORPORATION AND THE AMENDMENTS THERETO TO THE WORD "BY-LAWS"; CHANGE OF METHOD OF AMENDING THE BY-LAWS; ALTERATION OF QUALIFICATIONS OF VOTING MEMBERS, AND ALTERATION OF QUALIFICATIONS AND POWERS OF THE DIRECTORS

102

We, the undersigned, FRANK W. TINDLE, as president, and WELLES V. MOOT, as secretary, respectively of THE YOUNG MEN'S CHRISTIAN ASSOCIATION OF BUFFALO AND ERIE COUNTY, pursuant to section 30 of the Membership Corporations Law, do hereby certify as follows:

1. The name of the corporation is THE YOUNG MEN'S CHRISTIAN ASSOCIATION OF BUFFALO AND ERIE COUNTY. The corporation was originally incorporated under the name of THE YOUNG MEN'S CHRISTIAN UNION OF BUFFALO.

2. The corporation was created pursuant to an Act of the New York Legislature, Chapter 319 of the Laws of 1848 and amended by Chapter 741 of the Laws of 1873; Chapter 80 of the Laws of 1879; Chapter 89 of the Laws of 1883; Chapter 102 of the Laws of 1890; Chapter 262 of the Laws of 1894; Chapter 596 of the Laws of 1909; and by a Certificate of Increase of the Number of Directors filed with the Department of State of the State of New York on the 22nd day of April, 1932, and by Certificate of Change of Name filed with the Department of State of the State of New York on the 27th day of April, 1953.

5752-102-1



3. The certificate of charter of said corporation was filed in the office of the Clerk of the County of Erie on the 8th day of March, 1853, and in the office of the Secretary of State (Department of State) on the 12th day of March, 1853, pursuant to Chapter 319 of the Laws of 1848.

4. The provisions of the Act of Incorporation and the amendments thereto shall be amended by deleting the word "Constitution" wherever it appears in said document and substituting in place thereof the word "by-laws".

5. The act of Incorporation as amended by Chapter 102 of the Laws of 1890, which now reads as follows:

"The corporation may, by constitution, provide for the qualification and the mode and manner of admitting members, and for the transaction of its business. The present constitution may be amended, or a new one substituted, at any meeting of the active members of said corporation, provided that such amendment or substitution shall have been submitted in writing at another meeting of such members held at least one month prior thereto, and provided that at least four days notice of both such meetings be given by publication in two or more daily papers published at the city of Buffalo. But it shall not be lawful at any time for said corporation to extend the right to hold office or vote upon amendments to the constitution to any of its members except those who shall be members of some church."

shall be amended to read as follows:

"The corporation may, by by-laws, provide for the qualification and the mode and manner of admitting members, and for the transaction of its business. The by-laws may be amended by 2/3 vote of the members of the Board of Directors present at any regular or special meeting of the Board, provided 10 days notice in writing specifying the proposed changes has been mailed to each Director at his address of record with the Secretary. All such changes shall be subject to the approval of the members of the corporation."

The Act of Incorporation as amended by Chapter 102 of the Laws of 1890, and by a Certificate of Increase of the Number of Directors filed with the Department of State of the

State of New York on the 22nd day of April, 1932, which now reads as follows:

"The corporation shall be managed by a board of 38 directors, representing three or more religious denominations who shall be elected in such manner and shall serve for such terms as the constitution shall prescribe. The directors shall elect from their own number such officers as the constitution shall provide."

shall be amended to read as follows:

"The corporation shall be managed by a board of not less than 8, nor more than 24 directors, not more than 1/4 of whom shall be of the same religious denomination."

IN WITNESS WHEREOF, the undersigned have subscribed and acknowledged this Certificate in duplicate this 7<sup>th</sup> day of May, 1953.



FRANK W. TINDLE

Frank W. Tindle  
President

WELLES V. MOOT

Welles V. Moot  
Secretary

STATE OF NEW YORK :  
COUNTY OF ERIE : SS.  
CITY OF BUFFALO :

FRANK W. TINDLE and WELLES V. MOOT, being duly  
severally sworn, depose and say that they are the President and  
Secretary, respectively, of THE YOUNG MEN'S CHRISTIAN ASSOCIATION  
OF BUFFALO AND ERIE COUNTY; that they have been authorized  
to execute and file the foregoing Certificate of Amendments of the  
Act of Incorporation and amendments thereto of said corporation by  
a majority of the voting members of the Corporation, and that such  
votes were cast at a special meeting of the members called for  
that purpose held on the 3rd day of March, 1953, upon notice as  
prescribed in Section 43 of the Membership Corporations Law.

FRANK W. TINDLE

Frank W. Tindle  
President

WELLES V. MOOT

Welles V. Moot  
Secretary

Sworn and subscribed to before me  
this 1<sup>st</sup> day of May, 1953

R. Elizabeth Briggs

R. ELIZABETH BRIGGS  
Notary Public, State of New York  
Qualified in Erie County

My Commission Expires March 30, 1954.

5739-102-K

STATE OF NEW YORK :  
COUNTY OF ERIE : SS.

On this 1<sup>st</sup> day of May, 1953, before me  
personally appeared FRANK W. TINDLE, to me known to be the  
person described in and who executed the foregoing instrument  
and duly acknowledged to me that he executed the same.

*R. Elizabeth Briggs*

R. ELIZABETH BRIGGS  
Notary Public, State of New York  
Qualified in Erie County  
My Commission Expires March 30, 1954

STATE OF NEW YORK :  
COUNTY OF ERIE : SS.

On this 1<sup>st</sup> day of May, 1953, before me  
personally appeared WELLES V. MOOT, to me known to be  
the person described in and who executed the foregoing  
instrument and duly acknowledged to me that he executed the  
same.

*R. Elizabeth Briggs*

R. ELIZABETH BRIGGS  
Notary Public, State of New York  
Qualified in Erie County  
My Commission Expires March 30, 1954



5709-102-3

*wh*

11/18/53  
5/23/1953

CERTIFICATE OF AMENDMENTS

OF

THE ACT OF INCORPORATION AND AMENDMENTS THERETO

OF

THE YOUNG MEN'S CHRISTIAN ASSOCIATION OF BUFFALO AND ERIE COUNTY

(Pursuant to Section 30 of the Membership Corporation Law)

TO INCLUDE THE FOLLOWING

CHANGE OF THE WORD "CONSTITUTION" WHEREVER IT APPEARS IN THE ACT OF INCORPORATION AND THE AMENDMENTS THERETO TO THE WORD "BY-LAWS"; CHANGE OF METHOD OF AMENDING THE BY-LAWS; ALTERATION OF QUALIFICATIONS OF VOTING MEMBERS, AND ALTERATION OF QUALIFICATIONS AND POWERS OF THE DIRECTORS

We, the undersigned, FRANK W. TINDLE, as president, and WELLES V. MOOT, as secretary, respectively of THE YOUNG MEN'S CHRISTIAN ASSOCIATION OF BUFFALO AND ERIE COUNTY, pursuant to section 30 of the Membership Corporations Law, do hereby certify as follows:

1. The name of the corporation is THE YOUNG MEN'S CHRISTIAN ASSOCIATION OF BUFFALO AND ERIE COUNTY. The corporation was originally incorporated under the name of THE YOUNG MEN'S CHRISTIAN UNION OF BUFFALO.

2. The corporation was created pursuant to an Act of the New York Legislature, Chapter 319 of the Laws of 1848 and amended by Chapter 741 of the Laws of 1873; Chapter 80 of the Laws of 1879; Chapter 89 of the Laws of 1883; Chapter 102 of the Laws of 1890; Chapter 262 of the Laws of 1894; Chapter 596 of the Laws of 1909, and by a Certificate of Increase of the Number of Directors filed with the Department of State of the State of New York on the 22nd day of April, 1932, and by Certificate of Change of Name filed with the Department of State of the State of New York on the 27th day of April, 1953.

3. The certificate of charter of said corporation was filed in the office of the Clerk of the County of Erie on the 8th day of March, 1853, and in the office of the Secretary of State (Department of State) on the 12th day of March, 1853, pursuant to Chapter 319 of the Laws of 1848.

4. The provisions of the Act of Incorporation and the amendments thereto shall be amended by deleting the word "Constitution" wherever it appears in said document and substituting in place thereof the word "by-laws".

5. The act of Incorporation as amended by Chapter 102 of the Laws of 1890, which now reads as follows:

"The corporation may, by constitution, provide for the qualification and the mode and manner of admitting members, and for the transaction of its business. The present constitution may be amended, or a new one substituted, at any meeting of the active members of said corporation, provided that such amendment or substitution shall have been submitted in writing at another meeting of such members held at least one month prior thereto, and provided that at least four days notice of both such meetings be given by publication in two or more daily papers published at the city of Buffalo. But it shall not be lawful at any time for said corporation to extend the right to hold office or vote upon amendments to the constitution to any of its members except those who shall be members of some church."

shall be amended to read as follows:

"The corporation may, by by-laws, provide for the qualification and the mode and manner of admitting members, and for the transaction of its business. The by-laws may be amended by 2/3 vote of the members of the Board of Directors present at any regular or special meeting of the Board, provided 10 days notice in writing specifying the proposed changes has been mailed to each Director at his address of record with the Secretary. All such changes shall be subject to the approval of the members of the corporation."

The Act of Incorporation as amended by Chapter 102 of the Laws of 1890, and by a Certificate of Increase of the Number of Directors filed with the Department of State of the

State of New York on the 22nd day of April, 1932, which now reads as follows:

"The corporation shall be managed by a board of 38 directors, representing three or more religious denominations who shall be elected in such manner and shall serve for such terms as the constitution shall prescribe. The directors shall elect from their own number such officers as the constitution shall provide."

shall be amended to read as follows:

"The corporation shall be managed by a board of not less than 8, nor more than 24 directors, not more than 1/4 of whom shall be of the same religious denomination."

IN WITNESS WHEREOF, the undersigned have subscribed and acknowledged this Certificate in duplicate this 15<sup>th</sup> day of May, 1953.

FRANK W. TINDLE

Frank W. Tindle  
President

WELLES V. MOOT

Welles V. Moot  
Secretary

# Certificate of Increase in Number of Directors

– Filed With New York State February 28, 1968



13304

filed  
W. C. Clark  
2/15/1968

CERTIFICATE OF INCREASE IN  
NUMBER OF DIRECTORS

OF

THE YOUNG MEN'S CHRISTIAN ASSOCIATION OF BUFFALO  
AND ERIE COUNTY

Pursuant to Section 30 of the Membership Corporation Law

TO INCLUDE THE FOLLOWING:

INCREASE THE NUMBER OF DIRECTORS OF THE CORPORATION

We, the undersigned Seymour Knox III, as president, and William Pierce, as secretary, respectively of the YOUNG MEN'S CHRISTIAN ASSOCIATION OF BUFFALO AND ERIE COUNTY, pursuant to Section 30 of the Membership Corporation Law, do hereby certify as follows:

1. The name of the corporation is THE YOUNG MEN'S CHRISTIAN ASSOCIATION OF BUFFALO AND ERIE COUNTY. The corporation was originally incorporated under the name of THE YOUNG MEN'S CHRISTIAN UNION OF BUFFALO.

2. The corporation was created pursuant to an Act of the New York Legislature, Chapter 319 of the Laws of 1848 and amended by Chapter 741 of the Laws of 1873; Chapter 80 of the Laws of 1879; Chapter 89 of the Laws of 1883; Chapter 102 of the Laws of 1890; Chapter 262 of the Laws of 1894; Chapter 596 of the Laws of 1909, and by a Certificate of Increase of the Number of Directors filed with the Department of State of the State of New York on the 22nd day of April, 1932, and by a Certificate of Change of Name

MAGUIR, MAGAVERN,  
LLC & BELLEWECH  
ATTORNEYS AT LAW  
100 PRUDENTIAL BLDG.  
BUFFALO, N. Y. 14202

filed with the Department of State of the State of New York on the 27th day of April, 1953, and by a Certificate of Amendments of the Act of Incorporation and Amendments thereto filed with the Department of State of the State of New York on the 9th day of May, 1953.

3. The certificate of charter of said corporation was filed in the office of the Clerk of the County of Erie on the 8th day of March, 1853, and in the office of the Secretary of State (Department of State) on the 12th day of March, 1853, pursuant to Chapter 319 of the Laws of 1848.

4. The Act of Incorporation as amended by Chapter 102 of the Laws of 1890, and by a Certificate of Increase of the Number of Directors filed with the Department of State of the State of New York on the 22nd day of April, 1932, and by a Certificate of Amendments of the Act of Incorporation and Amendments thereto filed with the Department of State of the State of New York on the 9th day of May, 1953, which now reads as follows:

" The corporation shall be managed by a board of not less than 8, nor more than 24 directors, not more than  $\frac{1}{4}$  of whom shall be of the same religious denomination."

shall be amended to read as follows:

" The corporation shall be managed by a board of not less than 12 and not more than 40 directors, not more than  $\frac{1}{4}$  of whom shall be of the same religious denomination."

5. The number of directors of the corporation previously authorized by the Act of Incorporation is not less than 8 nor more than 24. The number of directors as increased by this certificate shall be not less than 12 nor more than 40.

IN WITNESS WHEREOF, the undersigned have subscribed and  
acknowledged this Certificate the 5<sup>th</sup> day of January  
1968.

SEYMOUR KNOX III

Seymour H. Knox III

President

WILLIAM H. PEARCE  
WILLIAM PIERCE

William H. Pearce

Secretary

MAGAVERN, MAGAVERN,  
PIERCE & BELLEWECH  
ATTORNEYS AT LAW  
100 PRUDENTIAL BLDG.  
BUFFALO, N. Y. 14202

3

STATE OF NEW YORK)  
COUNTY OF E R I E ) ss.:

On this 8th day of February, 1968, before me personally appeared SEYMOUR KNOX III, to me known and known to me to be the person described in and who executed the foregoing instrument, who duly acknowledged to me that he executed the same.



Norman E. Contrera  
NORMAN E. CONTRERA  
Notary Public, State of New York  
My Commission Expires March 30, 1968

STATE OF NEW YORK)  
COUNTY OF ERIE ) ss.:

On this 14 day of February, 1968, before me personally appeared WILLIAM PIERCE, to me known and known to me to be the person described in and who executed the foregoing instrument, who duly acknowledged to me that he executed the same.

Norma J. Flood  
NORMA J. FLOOD  
Notary Public, State of New York  
Qualified in Erie County  
My Commission Expires March 30, 1968

MAGAVERN, MAGAVERN,  
LOWE & BEILEWECH  
ATTORNEYS AT LAW  
900 PRUDENTIAL BLDG.  
BUFFALO, N. Y. 14202

4

STATE OF NEW YORK)  
COUNTY OF E R I E) ss.:

SEYMOUR KNOX III and WILLIAM PIERCE, being duly and severally sworn, depose and say that they are the President and Secretary, respectively, of the YOUNG MEN'S CHRISTIAN ASSOCIATION OF BUFFALO AND ERIE COUNTY; that they have been authorized to execute and file the foregoing CERTIFICATE OF AMENDMENT of the Act of Incorporation and Amendments thereto of said corporation by a majority of the voting members of the Corporation, and that such votes were cast at the annual meeting of the members held on the 11th day of January, 1968, as prescribed in Section 43 of the Membership Corporations Law.

SEYMOUR KNOX III

Seymour H. Knox III  
President

WILLIAM H. PIERCE  
WILLIAM PIERCE

William H. Pierce  
Secretary

Sworn to and subscribed before me  
this 7 day of February 1968.

Norma J. Flood  
NORMA J. FLOOD  
Notary Public, State of New York  
Qualification  
My Comm. Expires 30, 1969

MAGAVERN, MAGAVERN,  
LOWE & BELLEWECH  
ATTORNEYS AT LAW  
800 PR. BLDG.  
BUFFALO, N. Y. 14202

# Certificate of Amendment of the Charter

– Filed With New York State October 7, 1980

CERTIFICATE OF AMENDMENT OF THE CHARTER OF THE  
YOUNG MEN'S CHRISTIAN ASSOCIATION OF  
BUFFALO AND ERIE COUNTY

Under Section 803 of the Not-for-Profit Corporation Law

1. The name of the corporation is the Young Men's Christian Association of Buffalo and Erie County. The name under which it was originally formed was the Young Men's Christian Union of Buffalo.

2. The corporation was created pursuant to an Act of the New York Legislature, Chapter 319 of the Laws of 1848; the certificate of charter of said corporation was filed in the Office of the Clerk of the County of Erie on the 8th day of March, 1853, and in the Office of the Secretary of State (Department of State) on the 12th day of March, 1853, pursuant to Chapter 319 of the Laws of 1848.

3. The corporation is a corporation as defined in Section 102(a)(5) of the Not-for-Profit Corporation Law; and the corporation is a Type B Corporation under Section 201 and 1404 of the Not-for-Profit Corporation Law; the corporate purposes are not changed hereby.

4. The post office address of the corporation is 2564 Delaware Avenue, County of Erie, Buffalo, New York.

5. a. The underlined portion of the following provision, as originally added to the Certificate of Charter of said corporation pursuant to an Act of the New York

Legislature, Chapter 89 of the Laws of 1883, is hereby to be deleted:

"The real property of the Association, together with any gift, devise, or bequest heretofore made or hereafter to be made, shall be managed by a Board of eight (8) trustees, together with the President of the Association, all of whom shall serve without compensation and each of whom shall be a member of some Protestant Evangelical denomination, but not more than two besides the President shall be members of any one denomination."

b. The underlined portion of the following provision, as amended by a Certificate of Increase In Number of Directors filed with the Department of State of the State of New York on the 28th day of February, 1968, is hereby to be deleted:

"The corporation shall be managed by a board of not less than 12 and not more than 40 directors not more than 1/4 of whom shall be of the same religious denomination."

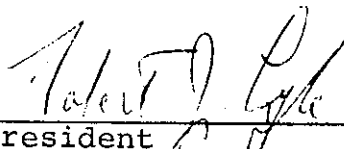
6. The undersigned have been authorized to execute and file this Certificate by the concurring vote of the majority of the members of said corporation present at a special meeting held upon due notice pursuant to the By laws of the corporation.


7. Prior to delivery of the Certificate of Amendment to the Department of State for filing, the consent and approval of a Justice of the Supreme Court of the Eighth Judicial District, and the consent and approval of the



Chairman of the National Board of Young Men's Christian  
Associations, will be annexed to this Certificate of Amendment.

IN WITNESS WHEREOF, the undersigned have subscribed and  
acknowledged this Certificate, this 29th day of January, 1980.

  
\_\_\_\_\_  
President

  
\_\_\_\_\_  
Secretary

STATE OF NEW YORK )  
COUNTY OF ERIE ) ss:

WELLES V. MONT, being duly sworn,  
deposes and says that he is the Secretary of the Young Men's  
Christian Association of Buffalo and Erie County, the corporation  
and one of the persons who signed the foregoing Certificate  
of Amendment, that he has read the Certificate of Amendment  
and knows the contents thereof and that the same is true to  
his own knowledge.

*Welles V. Mont*

Sworn to before me this  
29th day of January, 1980.  
3rd APRIL

*William P. Wiles*  
Notary Public

WILLIAM P. WILES  
Notary Public, State of New York  
Qualified in Erie County  
My Commission Expires March 30, 1987

133-4

CERTIFICATE OF AMENDMENT OF THE CHARTER OF THE  
YOUNG MEN'S CHRISTIAN ASSOCIATION OF  
BUFFALO AND ERIE COUNTY

filed  
E.C. Clark  
10/30/80

Under Section 803 of the Not-for-Profit Corporation Law

1703952

1. The name of the corporation is the Young Men's Christian Association of Buffalo and Erie County. The name under which it was originally formed was the Young Men's Christian Union of Buffalo.
2. The corporation was created pursuant to an Act of the New York Legislature, Chapter 319 of the Laws of 1848; the certificate of charter of said corporation was filed in the Office of the Clerk of the County of Erie on the 8th day of March, 1853, and in the Office of the Secretary of State (Department of State) on the 12th day of March, 1853, pursuant to Chapter 319 of the Laws of 1848.
3. The corporation is a corporation as defined in Section 102(a)(5) of the Not-for-Profit Corporation Law; and the corporation is a Type B Corporation under Section 201 and 1404 of the Not-for-Profit Corporation Law; the corporate purposes are not changed hereby.
4. The post office address of the corporation is 2564 Delaware Avenue, County of Erie, Buffalo, New York.
5. a. The underlined portion of the following provision, as originally added to the Certificate of Charter of said corporation pursuant to an Act of the New York

Legislature, Chapter 89 of the Laws of 1883, is hereby to be deleted:

"The real property of the Association, together with any gift, devise, or bequest heretofore made or hereafter to be made, shall be managed by a Board of eight (8) trustees, together with the President of the Association, all of whom shall serve without compensation and each of whom shall be a member of some Protestant Evangelical denomination, but not more than two besides the President shall be members of any one denomination."

b. The underlined portion of the following provision, as amended by a Certificate of Increase In Number of Directors filed with the Department of State of the State of New York on the 28th day of February, 1968, is hereby to be deleted:

"The corporation shall be managed by a board of not less than 12 and not more than 40 directors not more than 1/4 of whom shall be of the same religious denomination."

6. The undersigned have been authorized to execute and file this Certificate by the concurring vote of the majority of the members of said corporation present at a special meeting held upon due notice pursuant to the By laws of the corporation.

7. Prior to delivery of the Certificate of Amendment to the Department of State for filing, the consent and approval of a Justice of the Supreme Court of the Eighth Judicial District, and the consent and approval of the

2

Chairman of the National Board of Young Men's Christian Associations, will be annexed to this Certificate of Amendment.

IN WITNESS WHEREOF, the undersigned have subscribed and acknowledged this Certificate, this 29th day of January, 1980.

Robert J. Kyle  
President

Walter V. Moot Jr.  
Secretary

STATE OF NEW YORK )  
COUNTY OF ERIE ) SS:

WELLES V. MOOT, being duly sworn,  
deposes and says that he is the Secretary of the Young Men's  
Christian Association of Buffalo and Erie County, the corporation  
and one of the persons who signed the foregoing Certificate  
of Amendment, that he has read the Certificate of Amendment  
and knows the contents thereof and that the same is true to  
his own knowledge.

*Welles V. Moot Jr.*  
Welles V. Moot Jr.

Sworn to before me this  
29th day of January, 1980.  
3rd APRIL

*William P. Wiles*  
Notary Public

WILLIAM P. WILES  
Notary Public, State of New York  
Qualified in Erie County  
My Commission Expires March 30, 1982

STATE OF NEW YORK  
SUPREME COURT : COUNTY OF ERIE

In the Matter of the Application of  
the Young Men's Christian Association  
of Buffalo and Erie County for an  
Amendment to its Certificate of  
Incorporation

I, the Honorable Alfred M. Kramer, a Justice of the  
Supreme Court of the State of New York, in and for the Eighth Judicial  
District, in which the office of the Young Men's Christian Association  
of Buffalo and Erie County is located, do hereby approve the foregoing  
Amendment to the Charter of such a corporation and consent that it be  
filed.

MAY 21 1980

Alfred M. Kramer  
J.S.C.  
Alfred M. Kramer

ENTERED:

ELIJA M. HICKS, JR., Ph.D., Chairman of the National Board of the Young Men's Christian Associations, DOES HEREBY CERTIFY:

1) That the Young Men's Christian Association of Buffalo and Erie County desires to amend their Certificate of Incorporation to delete certain language in said Certificate which makes reference to specific religious denominations; 2) that such an amendment to the Certificate of Incorporation is in accordance with the general rules and regulations of the National Board of the Young Men's Christian Associations; and 3) that I, as Chairman of the National Board of Young Men's Christian Associations, hereby authorize and approve such and amendment to the Certificate of Incorporation of the Young Men's Christian Association of Buffalo and Erie County.

WITNESS my hand and seal this 18<sup>th</sup> day of September, 1980.

Elija M. Hicks Jr.  
Elija M. Hicks, Jr., Ph.D., Chairman of  
the National Board of the Young Men's  
Christian Association

291 Broadway  
New York, New York 10007

Sworn to before me this

8<sup>th</sup> day of September, 1980.

Arthur S. Reed Jr.  
Notary Public

MY COMMISSION EXPIRES JANUARY 11, 1982



*filed  
16/34/56*

CERTIFICATE OF AMENDMENT OF THE CHARTER OF THE  
YOUNG MEN'S CHRISTIAN ASSOCIATION OF  
BUFFALO AND ERIE COUNTY

Under Section 803 of the Not-for-Profit Corporation Law

1. The name of the corporation is the Young Men's Christian Association of Buffalo and Erie County. The name under which it was originally formed was the Young Men's Christian Union of Buffalo.

2. The corporation was created pursuant to an Act of the New York Legislature, Chapter 319 of the Laws of 1848; the certificate of charter of said corporation was filed in the Office of the Clerk of the County of Erie on the 8th day of March, 1853, and in the Office of the Secretary of State (Department of State) on the 12th day of March, 1853, pursuant to Chapter 319 of the Laws of 1848.

3. The corporation is a corporation as defined in Section 102(a)(5) of the Not-for-Profit Corporation Law; and the corporation is a Type B Corporation under Section 201 and 1404 of the Not-for-Profit Corporation Law; the corporate purposes are not changed hereby.

4. The post office address of the corporation is 2564 Delaware Avenue, County of Erie, Buffalo, New York.

5. a. The underlined portion of the following provision, as originally added to the Certificate of Charter of said corporation pursuant to an Act of the New York

Legislature, Chapter 89 of the Laws of 1883, is hereby to be deleted:

"The real property of the Association, together with any gift, devise, or bequest heretofore made or hereafter to be made, shall be managed by a Board of eight (8) trustees, together with the President of the Association, all of whom shall serve without compensation and each of whom shall be a member of some Protestant Evangelical denomination, but not more than two besides the President shall be members of any one denomination."

b. The underlined portion of the following provision, as amended by a Certificate of Increase In Number of Directors filed with the Department of State of the State of New York on the 28th day of February, 1968, is hereby to be deleted:

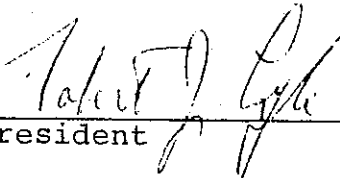
"The corporation shall be managed by a board of not less than 12 and not more than 40 directors not more than 1/4 of whom shall be of the same religious denomination."

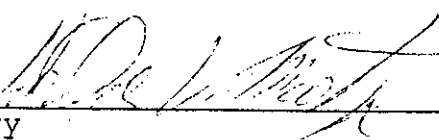
6. The undersigned have been authorized to execute and file this Certificate by the concurring vote of the majority of the members of said corporation present at a special meeting held upon due notice pursuant to the By laws of the corporation.

7. Prior to delivery of the Certificate of Amendment to the Department of State for filing, the consent and approval of a Justice of the Supreme Court of the Eighth Judicial District, and the consent and approval of the

Chairman of the National Board of Young Men's Christian Associations, will be annexed to this Certificate of Amendment.

4. IN WITNESS WHEREOF, the undersigned have subscribed and acknowledged this Certificate, this 29th day of January, 1980.

  
\_\_\_\_\_  
President

  
\_\_\_\_\_  
Secretary

STATE OF NEW YORK )  
COUNTY OF ERIE ) ss:

1-

WELLES V. MOOT, being duly sworn,  
deposes and says that he is the Secretary of the Young Men's  
Christian Association of Buffalo and Erie County, the corporation  
and one of the persons who signed the foregoing Certificate  
of Amendment, that he has read the Certificate of Amendment  
and knows the contents thereof and that the same is true to  
his own knowledge.

*Welles V. Moot*

Sworn to before me this  
29th day of January, 1980.  
3<sup>rd</sup> APRIL

*William P. Wiles*  
Notary Public

WILLIAM P. WILES  
Notary Public, State of New York  
Qualified in Erie County  
My Commission Expires March 30, 1982

## FILING RECEIPT

## CH. PROVISIONS

CORPORATION NAME

YOUNG MEN'S CHRISTIAN ASSOCIATION OF BUFFALO AND ERIE COUNTY

DATE FILED

10/07/80

DURATION & COUNTY CODE

ERIE

FILM NUMBER

A703952-7

CASH NUMBER

536747

NUMBER AND KIND OF SHARESLOCATION OF PRINCIPAL OFFICECOMMENTS:TYPE: B  
SERVICOADDRESS FOR PROCESSREGISTERED AGENTFEES AND/OR TAX PAID AS FOLLOWS:

AMOUNT OF CHECK \$ 00030.00

AMOUNT OF MONEY ORDER \$

AMOUNT OF CASH \$

\$ 6.00 DOLLAR FEE TO COUNTY

\$ 030.00 FILING

\$ TAX

\$ CERTIFIED COPY

\$ CERTIFICATE

FILER NAME AND ADDRESSBROWN KELLY TURNER HASSET & LEACH  
700 NIAGARA FRONTIER BLD

TOTAL PAYMENT \$ 0000030.00

BUFFALO

NY 14202

REFUND OF \$

TO FOLLOW

# Certificate of Amendment of the Charter

— Filed With New York State October 8, 1981

CERTIFICATE OF AMENDMENT OF THE CHARTER OF THE  
YOUNG MEN'S CHRISTIAN ASSOCIATION OF  
BUFFALO AND ERIE COUNTY

Under Section 803 of the Not-for-Profit Corporation Law

1. The name of the corporation is the Young Men's Christian Association of Buffalo and Erie County. The name under which it was originally formed was Young Men's Christian Union of Buffalo.

2. The corporation was created pursuant to an Act of the New York Legislature, Chapter 319 of the Laws of 1848; the Certificate of Charter of said corporation was filed in the office of the Clerk of the County of Erie on the 8th day of March, 1853, and in the office of the Secretary of State (Department of State) on the 12th day of March, 1853, pursuant to Chapter 319 of the Laws of 1848.

3. The corporation is a corporation as defined in Section 102(a)(5) of the Not-for-Profit Corporation Law; and the corporation is a Type B corporation under Sections 201 and 1404 of the Not-for-Profit Corporation Law; the corporation purposes are not changed hereby.

(a) The Secretary of State is designated as the agent of the Corporation upon whom process against it may be served.

4. The post office address of the corporation is 2564 Delaware Avenue, County of Erie, Buffalo, New York 14216.

5. The following provision is hereby added to the purpose clause of the Certificate of Charter of the Young Men's Christian Association of Buffalo and Erie County:

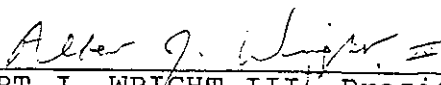
The Young Men's Christian Association of Buffalo and Erie County, originally founded as a worldwide fellowship united by a common loyalty to Jesus Christ for the purpose of developing Christian personality and building a Christian society, welcomes into its membership and service, men and women, boys and girls of all ages, of all races, of all nations and of all religions. This corporation encourages these persons to follow the moral principles of their own faith, that they may achieve their highest potential as children of God.

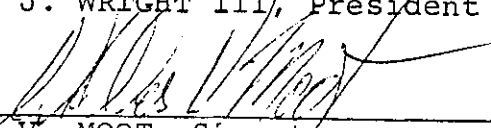
6. The Certificate of Charter for the Young Men's Christian Association of Buffalo and Erie County and the amendments thereto shall be amended by deleting the word "President" wherever it appears in said document, and substituting in place thereof the word "Chairman".

7. The undersigned have been authorized to execute and file this Certificate by the concurring vote of the majority of the members of said corporation present at a special meeting held upon due notice pursuant to the By-laws of the corporation.

8. Prior to delivery of the Certificate of Amendment to the Department of State for filing, the consent and approval of a Justice of the Supreme Court of the Eighth Judicial District and the consent and approval of the Chairman of the National Board of Young Men's Christian Associations will be annexed to this Certificate of Amendment.

IN WITNESS WHEREOF, the undersigned have subscribed and acknowledged this Certificate, this 28<sup>th</sup> day of July, 1981.

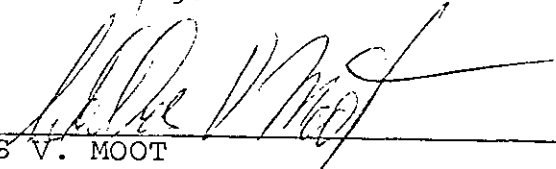
  
ALBERT J. WRIGHT III, President

  
WELLES V. MOOT, Secretary

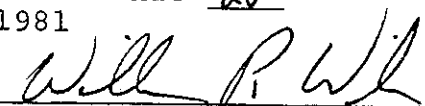


STATE OF NEW YORK)  
COUNTY OF ~~ERIE~~ ) SS.

WELLES V. MOOT, being duly sworn, deposes and says that he is the Secretary of the Young Men's Christian Association of Buffalo and Erie County, the corporation, and one of the persons who signed the foregoing Certificate of Amendment, that he has read the Certificate of Amendment and knows the contents thereof and that the same is true to his own knowledge.

  
WELLES V. MOOT

Sworn to before me this 28<sup>th</sup>  
day of July, 1981

  
Notary Public

WILLIAM P. WILES  
Notary Public, State of New York  
Qualified in Erie County  
My Commission Expires March 30, 1982

CERTIFICATE OF CHAIRMAN

DALE VONDERAU, Chairman of the National Board of Young Men's Christian Associations, does hereby certify:

1. That the Young Men's Christian Association of Buffalo and Erie County desires to amend their Certificate of Charter to add the following paragraph to the purpose clause of such Certificate:

The Young Men's Christian Association of Buffalo and Erie County, originally founded as a worldwide fellowship united by a common loyalty to Jesus Christ for the purpose of developing Christian personality and building a Christian society, welcomes into its membership and service, men and women, boys and girls of all ages, of all races, of all nations and of all religions. This corporation encourages these persons to follow the moral principles of their own faith, that they may achieve their highest potential as children of God.

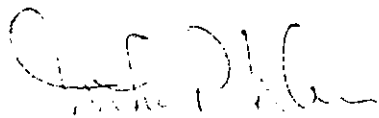
2. That the Young Men's Christian Association of Buffalo and Erie County also desires to amend their Certificate of Charter by deleting the word "President" wherever it appears in said document, and substituting in place thereof the word "Chairman".

3. That such amendments to the Certificate of Charter is in accordance with the general rules and regulations of the National Board of Young Men's Christian Associations, and that I, as Chairman of the National Board of Young Men's Christian Associations, hereby authorize and approve such amendments to the Certificate of Charter of Young Men's Christian Association of Buffalo and Erie County.

WITNESS my hand and seal this 25 day of August, 1981.

Dale Vonderau, Chairman of the National  
Board of Young Men's Christian  
Associations

Sworn to before me this 25  
day of August, 1981.



Notary Public

ROBERT P. THOMPSON  
Notary Public, Cuyahoga County, Ohio  
My Commission Expires April 10, 1982

At a Special Term of the Supreme  
Court of the State of New York,  
held in and for the County of Erie,  
at the County Courthouse in the  
City of Buffalo, New York, on the  
16<sup>th</sup> day of Sept, 1981.

PRESENT: HON. JUSTICE D. MONTA, J. S. C.  
Justice Presiding

STATE OF NEW YORK  
SUPREME COURT : COUNTY OF ERIE

In the Matter of the Application of the  
Young Men's Christian Association of  
Buffalo and Erie County for an amendment  
to its Certificate of Charter

ORDER

I, the HON. JUSTICE D. MONTA, J. S. C., Justice of the Supreme  
Court of the State of New York, in and for the Eighth Judicial District,  
in which the office of the Young Men's Christian Association of Buffalo  
and Erie County is located, do hereby approve the foregoing amendment  
to the Charter of such corporation and consent that it be filed.

J. S. C.

Enter

GRANTED

SEP 16 1981

CLERK OF COURT

BROWN, KELLY, TURNER, HASSETT & LEACH



STATE OF NEW YORK

DEPARTMENT OF LAW

ROBERT ABRAMS  
ATTORNEY GENERAL

ALBANY, N.Y. 12224

Telephone: 474-7206

JAMES G. MCSPARRON  
ASSISTANT ATTORNEY GENERAL  
IN CHARGE  
LITIGATION BUREAU

September 14, 1981

William P. Wiles, Esq..  
Brown, Kelly, Turner,  
Hassett & Leach  
700 Niagara Frontier Building  
290 Main Street  
Buffalo, New York 14202

Dear Mr. Wiles:

Re: YOUNG MEN'S CHRISTIAN ASSOCIATION OF BUFFALO AND  
ERIE COUNTY

Due and timely service of the notice of application for the approval of the proposed certificate of amendment of the certificate of incorporation of the above-entitled organization is hereby admitted.

The Attorney General does not intend to appear at the time of application.

Very truly yours,

ROBERT ABRAMS  
Attorney General

By

*Richard S. Redlo*  
RICHARD S. REDLO

Assistant Attorney General

CERTIFICATE OF AMENDMENT OF THE CHARTER OF THE  
YOUNG MEN'S CHRISTIAN ASSOCIATION OF  
BUFFALO AND ERIE COUNTY

Under Section 803 of the Not-for-Profit Corporation Law

1. The name of the corporation is the Young Men's Christian Association of Buffalo and Erie County. The name under which it was originally formed was Young Men's Christian Union of Buffalo.

2. The corporation was created pursuant to an Act of the New York Legislature, Chapter 319 of the Laws of 1848; the Certificate of Charter of said corporation was filed in the office of the Clerk of the County of Erie on the 8th day of March, 1853, and in the office of the Secretary of State (Department of State) on the 12th day of March, 1853, pursuant to Chapter 319 of the Laws of 1848.

3. The corporation is a corporation as defined in Section 102(a)(5) of the Not-for-Profit Corporation Law; and the corporation is a Type B corporation under Sections 201 and 1404 of the Not-for-Profit Corporation Law; the corporation purposes are not changed hereby.

(a) The Secretary of State is designated as the agent of the Corporation upon whom process against it may be served.

4. The post office address of the corporation is 2564 Delaware Avenue, County of Erie, Buffalo, New York 14216.

5. The following provision is hereby added to the purpose clause of the Certificate of Charter of the Young Men's Christian Association of Buffalo and Erie County:

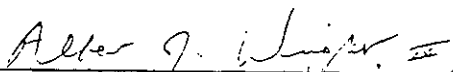
The Young Men's Christian Association of Buffalo and Erie County, originally founded as a worldwide fellowship united by a common loyalty to Jesus Christ for the purpose of developing Christian personality and building a Christian society, welcomes into its membership and service, men and women, boys and girls of all ages, of all races, of all nations and of all religions. This corporation encourages these persons to follow the moral principles of their own faith, that they may achieve their highest potential as children of God.

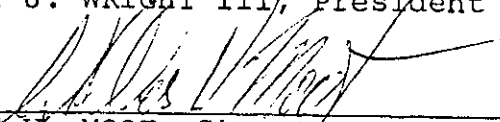
6. The Certificate of Charter for the Young Men's Christian Association of Buffalo and Erie County and the amendments thereto shall be amended by deleting the word "President" wherever it appears in said document, and substituting in place thereof the word "Chairman".

7. The undersigned have been authorized to execute and file this Certificate by the concurring vote of the majority of the members of said corporation present at a special meeting held upon due notice pursuant to the By-laws of the corporation.

8. Prior to delivery of the Certificate of Amendment to the Department of State for filing, the consent and approval of a Justice of the Supreme Court of the Eighth Judicial District and the consent and approval of the Chairman of the National Board of Young Men's Christian Associations will be annexed to this Certificate of Amendment.

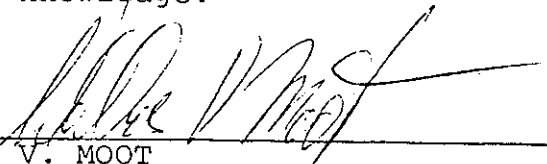
IN WITNESS WHEREOF, the undersigned have subscribed and acknowledged this Certificate, this 28<sup>th</sup> day of July, 1981.

  
ALBERT J. WRIGHT III, President


  
WELLES V. MOOT, Secretary

STATE OF NEW YORK)  
COUNTY OF ERIE ) SS.

WELLES V. MOOT, being duly sworn, deposes and says that he is the Secretary of the Young Men's Christian Association of Buffalo and Erie County, the corporation, and one of the persons who signed the foregoing Certificate of Amendment, that he has read the Certificate of Amendment and knows the contents thereof and that the same is true to his own knowledge.

  
WELLES V. MOOT

Sworn to before me this 28<sup>th</sup>  
day of July, 1981

  
Notary Public

WILLIAM P. WILES  
Notary Public, State of New York  
Qualified in Erie County  
My Commission Expires March 20, 1982



CERTIFICATE OF CHAIRMAN

DALE VONDERAU, Chairman of the National Board of Young Men's Christian Associations, does hereby certify:

1. That the Young Men's Christian Association of Buffalo and Erie County desires to amend their Certificate of Charter to add the following paragraph to the purpose clause of such Certificate:

The Young Men's Christian Association of Buffalo and Erie County, originally founded as a worldwide fellowship united by a common loyalty to Jesus Christ for the purpose of developing Christian personality and building a Christian society, welcomes into its membership and service, men and women, boys and girls of all ages, of all races, of all nations and of all religions. This corporation encourages these persons to follow the moral principles of their own faith, that they may achieve their highest potential as children of God.

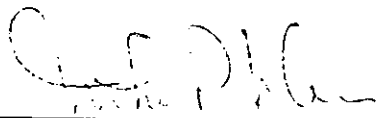
2. That the Young Men's Christian Association of Buffalo and Erie County also desires to amend their Certificate of Charter by deleting the word "President" wherever it appears in said document, and substituting in place thereof the word "Chairman".

3. That such amendments to the Certificate of Charter is in accordance with the general rules and regulations of the National Board of Young Men's Christian Associations, and that I, as Chairman of the National Board of Young Men's Christian Associations, hereby authorize and approve such amendments to the Certificate of Charter of Young Men's Christian Association of Buffalo and Erie County.

WITNESS my hand and seal this 25 day of August, 1981.

Dale Vonderau, Chairman of the National  
Board of Young Men's Christian  
Associations

Sworn to before me this 25  
day of August, 1981.



Notary Public  
Notary Public, Cuyahoga County, Ohio  
My Commission Expires April 10, 1982

At a Special Term of the Supreme Court of the State of New York, held in and for the County of Erie, at the County Courthouse in the City of Buffalo, New York, on the 16th day of Sept, 1981.

PRESENT: HON. AMEND A. CONY, J. C. C.  
Justice Presiding

STATE OF NEW YORK  
SUPREME COURT : COUNTY OF ERIE

In the Matter of the Application of the Young Men's Christian Association of Buffalo and Erie County for an amendment to its Certificate of Charter

ORDER

I, the HON. AMEND A. CONY, J. C. C., Justice of the Supreme Court of the State of New York, in and for the Eighth Judicial District, in which the office of the Young Men's Christian Association of Buffalo and Erie County is located, do hereby approve the foregoing amendment to the Charter of such corporation and consent that it be filed.

J. S. C.

Enter

GRANTED

SEP 16 1981

*A. Cony*

CLERK OF COURT

BROWN, KELLY, TURNER, HASSETT & LEACH



STATE OF NEW YORK

DEPARTMENT OF LAW

ALBANY, N.Y. 12224

Telephone: 474-7206

ROBERT ABRAMS  
ATTORNEY GENERAL

JAMES G. MCSPARRON  
ASSISTANT ATTORNEY GENERAL  
IN CHARGE  
LITIGATION BUREAU

September 14, 1981

William P. Wiles, Esq..  
Brown, Kelly, Turner,  
Hassett & Leach  
700 Niagara Frontier Building  
290 Main Street  
Buffalo, New York 14202

Dear Mr. Wiles:

Re: YOUNG MEN'S CHRISTIAN ASSOCIATION OF BUFFALO AND  
ERIE COUNTY

Due and timely service of the notice of application for the approval of the proposed certificate of amendment of the certificate of incorporation of the above-entitled organization is hereby admitted.

The Attorney General does not intend to appear at the time of application.

Very truly yours,

ROBERT ABRAMS  
Attorney General

By

*Richard S. Redlo*  
RICHARD S. REDLO  
Assistant Attorney General

# Amendment to the Certificate of Incorporation

— Filed With New York State March 9, 1982

AMENDMENT TO THE CERTIFICATE OF INCORPORATION OF  
YOUNG MEN'S CHRISTIAN ASSOCIATION OF BUFFALO AND ERIE COUNTY

Certificate of Amendment of the Charter of the Young Men's Christian Association of Buffalo and Erie County under Section 803 of the Not-for-Profit Corporation Law.

1. The name of the corporation is the Young Men's Christian Association of Buffalo and Erie County. The name under which it was originally formed was the Young Men's Christian Union of Buffalo.

2. The date of filing of the Charter in the office of the Secretary of State of New York was March 12, 1853.

3. The corporation is a corporation as defined in Section 102(a)(5) of the Not-for-Profit Corporation Law; and the corporation is a Type B corporation under Section 201 of the Not-for-Profit Corporation Law; the corporate purposes are not changed hereby. (a) The Secretary of State is designated as the agent of the Corporation upon whom process against it may be served.

4. The post office address of the corporation is 2564 Delaware Avenue, Erie County, Buffalo, New York.

5. The provision added to the Charter hereby is the following article:

To establish, maintain and operate day care centers providing shelter, food, and care for children during the daytime while their parents and/or guardians are at work, provided, however, that before each such facility is established and opened, the prior written approval of the New York State Department of Social Services be obtained.

6. The corporation's authority to operate day care centers shall be limited to an initial five-year period and shall not be extended without the prior written approval of the State Department of Social Services.

7. Prior to delivery of the Certificate of Amendment to the Department of State for filing, the consent and approval of a Justice of the Supreme Court of the Eighth Judicial District, the consent and approval of the Chairman of the National Board of Young Men's Christian Association, and the consent and approval of the New York State Department of Social Services will be annexed to this Certificate of Amendment.

8. The undersigned have been authorized to execute and file this certificate by the concurring vote of the majority of the members of said corporation present at the annual meeting held upon due notice pursuant to Section 605 of the Not-for-

Profit Corporation Law as more fully appears by the affidavit of the undersigned hereto annexed.

IN WITNESS WHEREOF, the undersigned have been subscribed and acknowledged in this certificate this 6th day of February, 1978.

H. Eugene Johnson  
President H. Eugene Johnson

John C. Travers, Jr.  
Secretary of Meeting  
John C. Travers, Jr.

STATE OF NEW YORK)  
COUNTY OF ERIE ) SS.

H. Eugene Johnson and John C. Travers, Jr., being duly sworn, depose and say and each for himself deposes and says, that H. Eugene Johnson is the President and John C. Travers, Jr. is the Secretary of the Meeting of the Young Men's Christian Association of Buffalo and Erie County, the corporation described in the foregoing certificate; that the annual meeting of the members of the corporation was held on the 6th day of February, 1978, upon notice pursuant to Section 605 of the Not-for-Profit Corporation Law of the State of New York; that and that at said meeting the deponents were authorized to execute and file the foregoing certificate by a majority vote of the members of the corporation.

H. Eugene Johnson

H. Eugene Johnson  
President

John C. Travers, Jr.  
Secretary

Sworn to before me this  
6th day-of February, 1978

James W. Smyton  
Notary Public

JAMES W. SMYTON  
Notary Public State of New York  
Qualified in Erie County  
My Commission Expires March 30, 1986



STATE OF NEW YORK  
SUPREME COURT : COUNTY OF ERIE

In the Matter of the Application  
of the Young Men's Christian  
Association of Buffalo and Erie  
County for an Amendment to its  
Certificate of Incorporation.

I, the Honorable RUDOLPH U. JOHNSON, J.S.C., a Justice of  
the Supreme Court of the State of New York, in and for the eighth  
judicial district, in which the office of the Young Men's Christian  
Association of Buffalo and Erie County is located, do hereby approve  
the foregoing amendment to the charter of such a corporation and consent  
that it be filed.

JUN 19 1979

Rudolph U. Johnson  
J.S.C.

DATED:

ELIJA M. HICKS, JR., Ph.D., Chairman of the National Board of the Young Men's Christian Associations, DOES HEREBY CERTIFY:

1) That the Young Men's Christian Association of Buffalo and Erie County desires to amend their Certificate of Incorporation to add a provision to such Certificate authorizing the maintenance of daycare centers to provide care for children during the daytime while their parents are at work; 2) that such amendment to the Certificate of Incorporation is in accordance with the general rules and regulations of the National Board of the Young Men's Christian Associations; and 3) that I, as Chairman of the National Board of Young Men's Christian Associations, hereby authorize and approve the addition of such a provision to the Certificate of Incorporation of the Young Men's Christian Association of Buffalo and Erie County.

WITNESS my hand and seal this 8<sup>th</sup> day of September, 1980.

Elija M. Hicks, Jr.  
Elija M. Hicks, Jr., Ph.D., Chairman of  
the National Board of the Young Men's  
Christian Associations

Sworn to before me this

8<sup>th</sup> day of September, 1980

Arthur J. Reed, Jr.  
Notary Public  
MY COMMISSION EXPIRES JANUARY 11, 1982

STATE OF NEW YORK  
DEPARTMENT OF SOCIAL SERVICES  
ALBANY, NEW YORK

KNOW ALL MEN BY THESE PRESENTS:

Pursuant to the provisions of Section 460-a of the Social Services Law, and Section 404-b of the Not-for-Profit Corporation Law, due inquiry and investigation having been made, approval is hereby given to the filing of the annexed certificate of amendment of the Charter of the Young Men's Christian Association of Buffalo and Erie County. This approval gives the corporation authority to operate day care centers for a 5 year period.

IN WITNESS WHEREOF, this document  
is executed and the seal of the  
New York State Department of  
Social Services is affixed this  
30<sup>th</sup> day of December, 1981

Barbara B. Blum  
Commissioner

By: *Norris P. Phillips*

Norris P. Phillips  
Deputy Commissioner  
Division of Services



FILING RECEIPT

CH. PURP. &amp; POWERS &amp; DESIG. S/S

CORPORATION NAME

THE YOUNG MEN'S CHRISTIAN ASSOCIATION OF BUFFALO AND ERIE COUNTY

DATE FILED

03/09/82

DURATION & COUNTY CODE

ERIE

FILM NUMBER

A847832-7

CASH NUMBER

733901

NUMBER AND KIND OF SHARESLOCATION OF PRINCIPAL OFFICECOMMENTS:TYPE: B  
SSERVADDRESS FOR PROCESSS/S: THE CORP.  
2564 DELAWARE AVE.  
  
BUFFALO NYREGISTERED AGENTFEES AND/OR TAX PAID AS FOLLOWS:

AMOUNT OF CHECK \$ 00030.00

AMOUNT OF MONEY ORDER \$

AMOUNT OF CASH \$

\$ 5.00 DOLLAR FEE TO COUNTY

\$ 030.00 FILING  
\$ TAX  
\$ CERTIFIED COPY  
\$ CERTIFICATEFILER NAME AND ADDRESSBROWN KELLY TURNER HASSETT &  
LEACH  
290 MAIN ST.  
BUFFALO NY 14202

TOTAL PAYMENT \$ 0000030.00

REFUND OF \$

TO FOLLOW

G030-518 (1/78)

BASIL A PATERSON - SECRETARY OF STATE

# Certificate of Amendment of the Certificate of Incorporation

— Filed With New York State June 13, 1989

CERTIFICATE OF AMENDMENT

OF

THE CERTIFICATE OF INCORPORATION

OF

THE YOUNG MEN'S CHRISTIAN ASSOCIATION OF

BUFFALO AND ERIE COUNTY

UNDER SECTION 803 OF THE NOT-FOR-PROFIT CORPORATION LAW

1. The name of the corporation is The Young Men's Christian Association of Buffalo and Erie County. The name under which it was originally formed was The Young Men's Christian Union of Buffalo.

2. The date of filing of the Charter in the office of the Secretary of State of New York was March 12, 1853.

3. The corporation is a corporation as defined in Section 102(a)(5) of the Not-for-Profit Corporation Law; and the corporation is a Type B corporation under Section 201 of the Not-for-Profit Corporation Law; the corporate purposes are not changed hereby.

4. The Secretary of State of the State of New York is designated as the agent of the corporation, upon whom process against it may be served, and the post office address to which the Secretary of State shall mail a copy of any such process served upon him is 2564 Delaware Avenue, Erie County, Buffalo, New York.

C021991

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5. The Certificate of Incorporation is hereby amended to change the provision added to the Certificate of Incorporation pursuant to Paragraph 6 of the Certificate of Amendment filed March 9, 1982 relating to the duration of the corporation's authority to operate day care centers for children, is hereby amended to read as follows:

The corporation's authority to operate a child day-care program shall be limited to a period of ten (10) years from the date this certificate is filed in the Office of the Secretary of State, and shall not be extended without the prior written approval of the State Department of Social Services.

6. The undersigned have been authorized to execute and file this certificate by the concurring vote of the majority of the members of said corporation present at the special meeting held upon due notice pursuant to Section 605 of the Not-for-Profit Corporation Law.

IN WITNESS WHEREOF, we have made and signed this certificate this 26th day of April, 1989, and we affirm the statements contained therein as true under penalties of perjury.

John Murray

---

John Murray, President

John C. Travers, Jr.

---

John C. Travers, Jr., Secretary

PANth  
90909



STATE OF NEW YORK  
DEPARTMENT OF LAW  
ALBANY 12224

ROBERT ABRAMS  
ATTORNEY GENERAL

JAMES G. MCSPARRON  
DEPUTY FIRST ASSISTANT  
ATTORNEY GENERAL

Telephone: (518) 473-3683

May 12, 1989

Paula A. Naylor  
Legal Assistant  
Phillips, Lytle, Hitchcock,  
Blaine & Huber  
Attorneys at Law  
3400 Marine Midland Center  
Buffalo, NY 14203

Dear Ms. Naylor:

RE: YOUNG MEN'S CHRISTIAN ASSOCIATION  
OF BUFFALO AND ERIE COUNTY

Due, and timely service of the notice of application for the approval of the proposed certificate of amendment to the certificate of incorporation of the above-entitled organization is hereby admitted.

The Attorney General does not intend to appear at the time of application. Approval is contingent upon your designating the Secretary of State as agent of the corporation upon whom process may be served pursuant to Section 803 of the Not-For-Profit Corporation Law and seeking the approval of the Department of Social Services pursuant to Section 404 of the Not-For-Profit Corporation Law.

Very truly yours,

ROBERT ABRAMS  
Attorney General

By:

  
RICHARD S. REDLO  
Assistant Attorney General



STATE OF NEW YORK  
DEPARTMENT OF SOCIAL SERVICES  
ALBANY, NEW YORK

KNOW ALL MEN BY THESE PRESENTS:

Pursuant to the provisions of Section 460-a of the Social Services Law, and Sections 404-b of the Not-for-Profit Corporation Law, due inquiry and investigation having been made, approval is hereby given to the filing of the annexed certificate of amendment of the corporate charter of YOUNG MEN'S CHRISTIAN ASSOCIATION OF BUFFALO AND ERIE COUNTY.

This approval gives the corporation the authority to operate day care centers for a ten (10) year period.

IN WITNESS WHEREOF, this document is executed and the seal of the New York State Department of Social Services is affixed this 31st day of May, 1989.

CESAR A. PERALES  
Commissioner

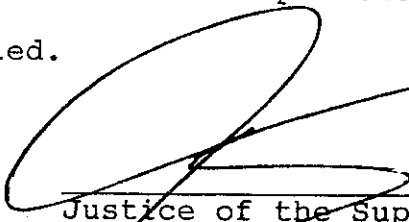
BY:

*Joseph Semilei*  
Joseph Semilei  
Deputy Commissioner  
Division of Services



O/C-  
Tme

I, **JOSEPH D. MINTZ, J.S.C.**, a Justice of the  
Supreme Court of the State of New York, in and for the  
Eighth Judicial District, in which the office of The  
Young Men's Christian Association Of Buffalo And Erie  
County is located, do hereby approve the foregoing  
Certificate of Amendment of such corporation and  
consent that it be filed.



Justice of the Supreme Court  
of the State of New York

**JOSEPH D. MINTZ, J.S.C.**

Dated: June 6, 1988  
Buffalo, New York

5

6021991  
6021986  
Nov 4-27-53

The Young Men's Christian Union  
of Buffalo

NF-P Type B  
Erie Co.

3-12-1853

# 18-799

813

CERTIFICATE OF AMENDMENT

OF

THE CERTIFICATE OF INCORPORATION

OF

THE YOUNG MEN'S CHRISTIAN ASSOCIATION OF

BUFFALO AND ERIE COUNTY

STATE OF NEW YORK  
DEPARTMENT OF STATE

FILED JUN 13 1989

AMT. OF CHECK \$ 50  
FILING FEE \$ 25

TAX \$

COUNTY FEE \$

COPY \$

CERT \$

REFUND \$

SPEC HANDLE \$

BY

UNDER SECTION 803 OF THE NOT-FOR-PROFIT CORPORATION LAW

6098

MAH

JUN 13 12 30 PM '89

68, NY 20 11 21 MFG

PHILLIPS, LITTLE, HITCHCOCK, BLAINE & HUBER

3400 MARINE MIDLAND CENTER

BUFFALO, N.Y. 14203

RECEIVED

PHILLIPS, LITTLE, HITCHCOCK, BLAINE & HUBER


State of New York }  
Department of State } ss:

041723

*I hereby certify that I have compared the annexed copy with the original document filed by the Department of State and that the same is a correct transcript of said original.*

JUN 13 1989

*Witness my hand and seal of the Department of State on*

  
Secretary of State

NYS DEPARTMENT OF STATE

FILING RECEIPT

CH PROV

CORPORATION NAME

THE YOUNG MEN'S CHRISTIAN ASSOCIATION OF BUFFALO AND ERIE COUNTY

<u>DATE FILED</u> 06/13/89	<u>DURATION &amp; COUNTY CODE</u> ERIE	<u>FILM NUMBER</u> C021991-6	<u>CASH NUMBER</u> 419098
<u>NUMBER AND KIND OF SHARES</u>		<u>LOCATION OF PRINCIPAL OFFICE</u>	

TYPE B  
\*E

ADDRESS FOR PROCESS

REGISTERED AGENT

FEES AND/OR TAX PAID AS FOLLOWS:

AMOUNT OF CHECK \$ \_\_\_\_\_

AMOUNT OF MONEY ORDER \$ 00050.00

AMOUNT OF CASH \$ \_\_\_\_\_

\$ 6.00 DOLLAR FEE TO COUNTY

\$ 030.00	FILING
\$	TAX
\$ 10.00	CERTIFIED COPY
\$	CERTIFICATE
010.00	MISCELLANEOUS
<b>TOTAL PAYMENT \$</b>	<b>000050.00</b>

FILER NAME AND ADDRESS

PHILLIPS LYTLE WITCHCOCK  
BLAINE & HUBER  
3400 MARINE MIDLAND CT  
BUFFALO NY 14203

REFUND OF \$

TO FOLLOW

DOS-281 (8/84)

GAIL S SHAFER - SECRETARY OF STATE



# Certificate of Amendment to the Charter

- Filed With New York State November 22, 1994  
(Change Name to YMCA of Greater Buffalo)

PHILLIPS, LYTLE, HITCHCOCK, BLAINE & HUBER

ATTORNEYS AT LAW

3400 MARINE MIDLAND CENTER, BUFFALO, NEW YORK 14203

TELECOPIER (716) 852-6100

(716) 847-8400

JAMES W. SMYTON  
PARTNER

WRITER'S DIRECT DIAL  
(716) 847-5466

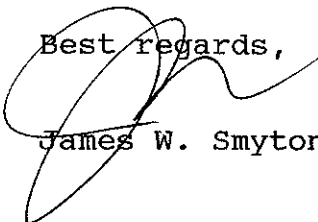
December 13, 1994

John D. Murray  
President  
YMCA of Greater Buffalo  
2564 Delaware Avenue  
Buffalo, New York 14216

Dear John:

I have enclosed a copy of the paperwork indicating that the new corporate name is YMCA of Greater Buffalo.

Best regards,

  
James W. Smyton

Uwl  
enclosure

FILING RECEIPT

=====

ENTITY NAME : YMCA OF GREATER BUFFALO

DOCUMENT TYPE : AMENDMENT (DOMESTIC NFP) COUNTY: ERIE  
PROCESS NAME

SERVICE COMPANY : EMPIRE CORPORATE & INFORMATION SERVICES SERVICE CODE: 12

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FILED: 11/22/1994 DURATION: \*\*\*\*\* CASH #: 941122000497 FILM #: 94112200047

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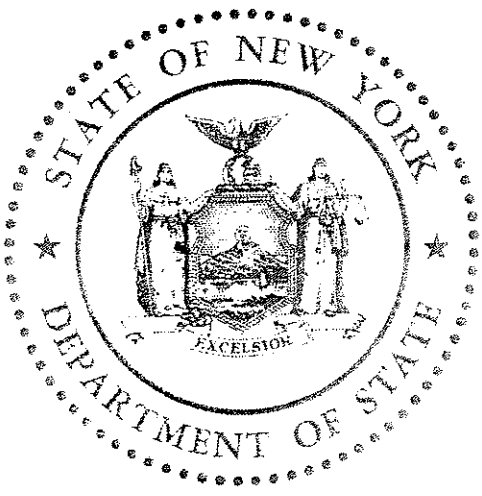
ADDRESS FOR PROCESS

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THE CORPORATION  
2564 DELAWARE AVENUE  
BUFFALO, NY 00000

REGISTERED AGENT

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FILER	FEES	65.00	PAYMENTS	65.00
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PHILLIPS LYTLE HITCHCOCK BLAINE & HUBER	FILING :	30.00	CASH :	0.00
3400 MARINE MIDLAND CENTER	TAX :	0.00	CHECK :	0.00
	CERT :	0.00	BILLED:	65.00
BUFFALO, NY 14203	COPIES :	10.00		
	HANDLING:	25.00		
			REFUND:	0.00
			-----	

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State of New York }  
Department of State } ss:

*I hereby certify that I have compared the annexed copy with the original document filed by the Department of State and that the same is a correct transcript of said original.*

*Witness my hand and seal of the Department of State on*

NOV 22 1964

  
Secretary of State

E-12

CERTIFICATE OF AMENDMENT

E-12

OF THE CHARTER OF THE

941122000475

YOUNG MEN'S CHRISTIAN ASSOCIATION OF  
BUFFALO AND ERIE COUNTY

Under Section 803 of the Not-for-Profit Corporation Law

1. The name of the corporation is the Young Men's Christian Association of Buffalo and Erie County. The name under which it was originally formed was the Young Men's Christian Union of Buffalo.

2. The corporation was created pursuant to an Act of the New York Legislature, Chapter 319 of the Laws of 1848; the Certificate of Charter of said corporation was filed in the Office of the Clerk of the County of Erie on the 8th day of March, 1853, and in the Office of the Secretary of State (Department of State) on the 12th day of March, 1853, pursuant to Chapter 319 of the Laws of 1848.

3. The corporation is a corporation as defined in Section 102(a)(5) of the Not-for-Profit Corporation Law; the corporation is a Type B Corporation under Section 201 and 1404 of the Not-for-Profit Corporation Law; and the corporate purposes are not changed hereby.

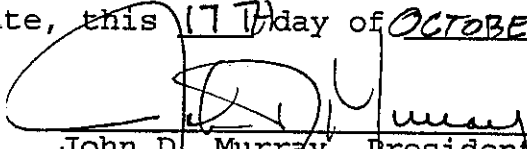
4. Paragraph 1 of the Certificate of Charter relating to the name of the corporation is hereby amended to read as follows:

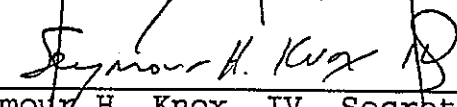
"The name of the corporation is  
YMCA of Greater Buffalo."

5. The undersigned have been authorized to execute and file this Certificate by the concurring vote of the majority of the members of said corporation present at a special meeting held upon due notice pursuant to the By-Laws of the corporation.

6. The Secretary of State of the State of New York is the agent of the corporation upon whom process against it may be served and the post office address within this State to which the Secretary of State of the State of New York shall mail a copy of any process against it served upon him is 2564 Delaware Avenue, Buffalo, New York.

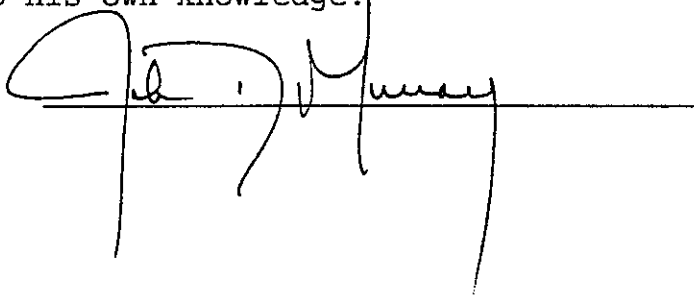
IN WITNESS WHEREOF, the undersigned have subscribed and acknowledged this Certificate, this 17 day of OCTOBER, 1994.

  
John D. Murray, President

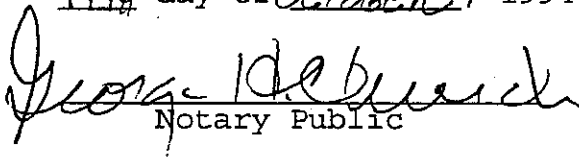
  
Seymour H. Knox, IV, Secretary

STATE OF NEW YORK     )  
COUNTY OF ERIE        ) ss:

John D. Murray, being duly sworn, deposes and says that he is the President of the Young Men's Christian Association of Buffalo and Erie County, the corporation and one of the persons who signed the foregoing Certificate of Amendment, that he has read the Certificate of Amendment and knows the contents thereof and that the same is true to his own knowledge.

A handwritten signature, likely "John D. Murray", is written over a horizontal line.

Sworn to before me this  
17<sup>th</sup> day of OCTOBER, 1994.

A handwritten signature, likely "George H. Church", is written over a horizontal line.  
Notary Public

GEORGE H. CHURCH Reg. No. 5694320  
Notary Public, State of New York  
Qualified in Erie County  
My Commission Expires 30, 1995

## CERTIFICATE OF CHAIRMAN

E. H. Clark, Jr., Chairman of the National Board of Young Men's Christian Associations, does hereby certify:

1. That the Young Men's Christian Association of Buffalo and Erie County desires to amend their Certificate of Charter to change the name to YMCA of Greater Buffalo as follows:

2. That such amendment to the Certificate of Charter is in accordance with the general rules and regulations of the National Board of Young Men's Christian Associations, and that I, as Chairman of the National Board of Young Men's Christian Associations, hereby authorize and approve such amendment to the Certificate of Charter of Young Men's Christian Association of Buffalo and Erie County.

WITNESS my hand and seal this 24<sup>th</sup> day of October, 1994.

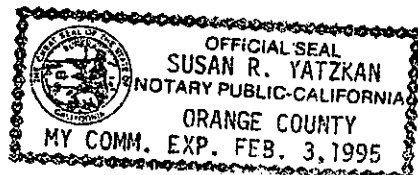


E. H. Clark, Jr., Chairman of the  
National Board of Young Men's  
Christian Associations

Sworn to before me this  
24<sup>th</sup> day of October, 1994.

  
Notary Public

BBBIs  
178250



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ice  
STATE OF NEW YORK  
DEPARTMENT OF STATE  
FILED NOV 22 1994

TAX \$ \_\_\_\_\_  
BY: MLR  
Enu

CERTIFICATE OF AMENDMENT  
OF THE CHARTER OF THE  
YOUNG MEN'S CHRISTIAN ASSOCIATION OF  
BUFFALO AND ERIE COUNTY

Under Section 803 of the Not-for-Profit Corporation Law

**BILLED**

PHILLIPS, LYTLE, HITCHCOCK, BLAINE & HUBER  
3400 MARINE MIDLAND CENTER  
BUFFALO, NEW YORK 14203

**E-12**

**E-12**

941122000 49

# Certificate of Amendment to the Certificate of Incorporation

– Filed With New York State April 24, 2002

PHILLIPS, LYTLE, HITCHCOCK, BLAINE & HUBER LLP

ATTORNEYS AT LAW

3400 HSBC CENTER, BUFFALO, NEW YORK 14203-2887

(716) 847-8400 • Fax: (716) 852-6100

www.phillipslytle.com

BUFFALO • FREDONIA • JAMESTOWN • NEW YORK • ROCHESTER

JOSEPH M. MARRIS  
PARTNER

(716) 504-5704  
jmarris@phillipslytle.com

May 6, 2002

John Murray  
YMCA of Greater Buffalo  
280 Cayuga Road  
Buffalo, NY 14225

Re: Certificate of Amendment

Dear John:

Attached for your records is a copy of the filed Certificate of Amendment to the YMCA's Certificate of Incorporation. Please let me know if you would like us to send a copy of the filed document to George Stark or if you have any questions or need or anything further.

Very truly yours,

PHILLIPS, LYTLE, HITCHCOCK, BLAINE & HUBER LLP

By   
Joseph M. Marris



FILING RECEIPT

=====

ENTITY NAME: YMCA OF GREATER BUFFALO

DOCUMENT TYPE: AMENDMENT (DOMESTIC NFP)  
PURPOSES PROCESS PROVISIONS

COUNTY: ERIE

SERVICE COMPANY: CAPITOL SERVICES, INC.

SERVICE CODE: 01

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FILED:04/24/2002 DURATION:\*\*\*\*\* CASH#:020424000873 FILM #:020424000838

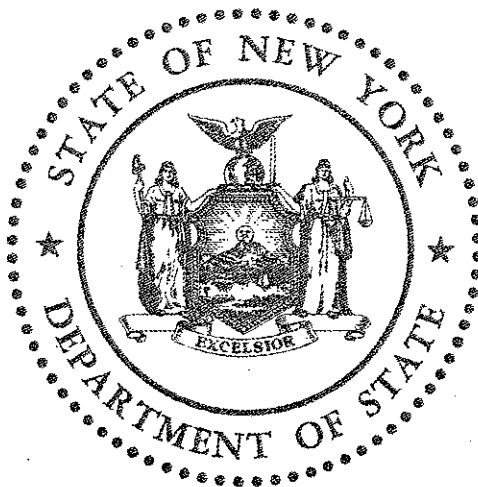
ADDRESS FOR PROCESS

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THE CORPORATION  
280 CAYUGA ROAD  
BUFFALO, NY 14225

REGISTERED AGENT

-----



=====

FILER	FEES		PAYMENTS	
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PHILLIPS LYTTLE HITCHCOCK BLAINE &	FILING	30.00	CASH	0.00
HUBER LLP	TAX	0.00	CHECK	0.00
3400 HSBC CENTER	CERT	0.00	CHARGE	0.00
BUFFALO, NY 14203	COPIES	10.00	DRAWDOWN	65.00
	HANDLING	25.00	BILLED	0.00
			REFUND	0.00
			-----	

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State of New York }  
Department of State } ss:

*I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.*

*Witness my hand and seal of the Department of State on*

**APR 30 2002**



*Special Deputy Secretary of State*

020424000838

CSI-01

**CERTIFICATE OF AMENDMENT  
OF THE CERTIFICATE OF INCORPORATION OF THE  
YMCA OF GREATER BUFFALO**

**UNDER SECTION 803 OF THE NOT-FOR-PROFIT CORPORATION LAW**

The undersigned, the President and Secretary of the YMCA of Greater Buffalo, hereby certify as follows:

1. The name of the corporation is the YMCA of Greater Buffalo. The name under which it was originally formed was The Young Men's Christian Union of Buffalo.
2. The corporation was created pursuant to an Act of the New York State Legislature, Chapter 319 of the Laws of 1948. The Certificate of Incorporation of the corporation was filed in the office of the Secretary of State (Department of State) of New York on March 12, 1953.
3. The corporation is a corporation as defined in Section 102(a)(5) of the Not-For-Profit Corporation Law; and the corporation is a Type B corporation under Section 201 of the Not-For-Profit Corporation Law. The corporation shall hereafter continue to be a Type B corporation under Section 201 of the Not-For-Profit Corporation Law.
4. The Certificate of Incorporation of the YMCA of Greater Buffalo is hereby amended to (i) revise the provision previously added to the Certificate of Incorporation which relates to the corporation's authority to operate day care programs for children; (ii) delete the provision previously added to the Certificate of Incorporation which relates to the duration of the corporation's authority to operate day care centers for children; and (iii) to change the provisions of the Certificate of

Incorporation designating the Secretary of State as agent of the corporation upon whom process may be served and the address to which the Secretary of State shall mail any service of process served upon him.

5. The Certificate of the Corporation of the YMCA of Greater Buffalo is hereby amended as follows:

(a) The provision previously added to the Certificate of Incorporation which relates to the corporation's authority to operate day care programs for children is hereby amended in its entirety to read as follows:

"The corporation shall have the further purpose to establish, maintain and operate a School Age Child Care program; provided, however, that nothing herein shall authorize the corporation, directly or indirectly, to establish, maintain or operate a Day Care Center, as defined in Section 390 of the New York Social Services Law, and provided further, that before any such Day Care Center shall be established or opened, the prior written approval of the New York State Office of Children and Family Services must be obtained."

b. The provision previously added to the Certificate of Incorporation which relates to a limitation on the duration of the corporation's authority to operate day care centers for children, is hereby deleted in its entirety.

c. The provisions of the Certificate of Incorporation of the corporation designating the Secretary of State as agent of the corporation upon whom process may be served and containing the address to which the Secretary of State shall mail any service of process served upon him shall be amended in its entirety to read as follows:

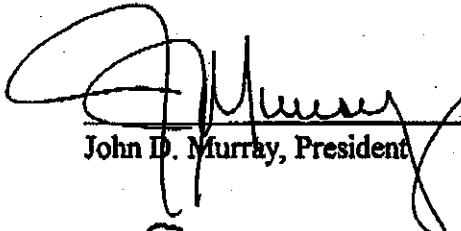
"The Secretary of State of the State of New York is hereby designated the agent of the corporation upon whom process against it may be served. The post office address to which the Secretary of State shall mail any process against it served upon him is 280 Cayuga Road, Buffalo, New York 14225."

6. This amendment to the certificate of incorporation of the YMCA of Greater Buffalo was authorized by a majority of the votes cast at a meeting of members, with the affirmative votes cast in favor of the amendment being at least equal to the quorum, and with blank votes and abstentions not being counted in the number of votes cast.


7. The Secretary of State of the State of New York is hereby designated the agent of the corporation upon whom process against it may be served. The post office address to which the Secretary of State shall mail any process against it served upon him is 280 Cayuga Road, Cheektowaga, New York 14225.

Prior to delivering this Certificate to the Department of State for filing, all required approvals or consents will be endorsed upon or annexed to this Certificate.

IN WITNESS WHEREOF, the undersigned have made and signed this Certificate this 19 day of March, 2002.

  
John D. Murray, President

  
Seymour H. Knox, IV, Secretary

THE ATTORNEY GENERAL HAS NO OBJECTION  
TO THE GRANTING OF JUDICIAL APPROVAL  
HEREON, ACKNOWLEDGES RECEIPT OF  
STATUTORY NOTICE AND DEMANDS SERVICE  
OF THE FILED CERTIFICATE. SAID NO OBJECTION  
IS CONDITIONED ON SUBMISSION OF THE  
MATTER TO THE COURT WITHIN 30 DAYS HEREAFTER.  
  
ASSISTANT ATTORNEY GENERAL

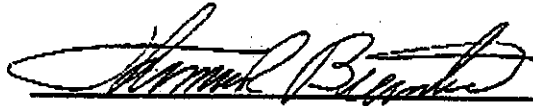
4-18-02  
DATE

## CERTIFICATE

Tom Beertsen, Chairman of the National Board of Young Men's Christian Associations, does hereby certify that:

1. the YMCA of Greater Buffalo (the "Corporation") desires to amend its Certificate of Incorporation to (a) revise the provision of the Certificate of Incorporation relating to the Corporation's authority to operate day care programs for children, which provision, as amended, will grant to the Corporation the authority to establish, maintain and operate school age child care programs, (b) delete a provision relating to the duration of the Corporation's authority to operate day care centers for children, and (c) change the provisions of the Certificate of Incorporation designating the Secretary of State as agent of the Corporation upon whom process may be served and the address to which the Secretary of State shall mail any process served upon him;
2. such amendment to the Certificate of Incorporation of the Corporation is in accordance with the general rules and regulations of the National Board of Young Men's Christian Associations; and
3. I, as Chairman of the National Board of Young Men's Christian Associations, hereby authorize and approve the amendments described above to the Certificate of Incorporation of the Corporation.

WITNESS my hand and seal this 10<sup>th</sup> day of ~~March~~ <sup>April</sup>, 2002.

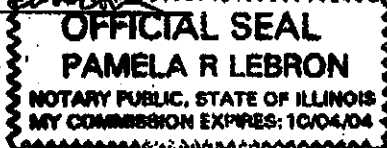


\_\_\_\_\_, Chairman  
of the National Board of Young Men's Christian  
Associations

Sworn to before me this  
10<sup>th</sup> day of ~~March~~ <sup>April</sup>, 2002



Notary Public



BFLO Doc # 1180024.1



New York State  
Office of  
Children & Family  
Services

George E. Pataki  
*Governor*

John A. Johnson  
*Commissioner*

6<sup>th</sup> Floor  
Riverview Center

52 Washington Street  
Rensselaer, NY 12144-2796

March 18, 2002

Joe Marris  
Phillips, Lytle, Hitchcock,  
Blaine & Huber, LLP  
Attorneys at Law  
3400 HSBC Center  
Buffalo, New York 14203-2887

Re: YMCA of Greater Buffalo

Dear Mr. Marris:

The proposed certificate of incorporation of the above-captioned corporation which you submitted has been given careful consideration and I am of the opinion that an executed original certificate of incorporation containing the same statement of purposes as those submitted would not require the approval of the State of New York Office of Children and Family Services under the provisions of the statutes. If otherwise in proper form, such an executed original certificate should be received for filing by the Secretary of State, provided that all other necessary approvals or waivers are attached.

The proposed wording of the purposes is set forth in your proposed certificate as follows:

"The corporation shall have the further purpose to establish, maintain and operate a School Age Child Care program; provided, however, that nothing herein shall authorize the corporation, directly or indirectly, to establish, maintain or operate a Day Care Center, as defined in Section 390 of the New York Social Services Law, and provided further, that before any such Day Care Center shall be established or opened, the prior written approval of the New York State office of Children and Family Services must be obtained."



5

This letter is not to be construed as an approval by the State Office of Children and Family Services, or any officer of the Office, but as a statement that the approval of the State Office of Children and Family Services would not be required for a certificate of incorporation containing the foregoing statement of purposes. When it is apparent on the face of a certificate that approval of the Office is not required under current statutory law, it has been the policy of the Office to indicate neither approval nor disapproval.

You may submit this letter along with the executed original certificate of incorporation when you file the certificate with the Secretary of State.

If your organization intends to solicit contributions in this State, please contact the New York State Department of Law. That agency will advise you whether the organization is required to register with the Attorney General pursuant to Article 7-A of the Executive Law.

Very truly yours,



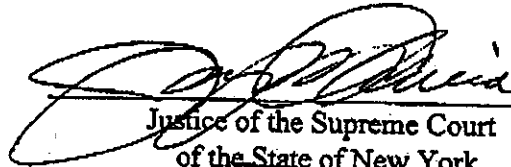
Charles Carson  
Assistant Deputy Counsel  
Bureau of House Counsel

CC/CRS:rj

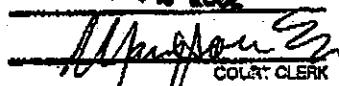
6



I, Joseph R. Glownia, a Justice of the Supreme Court of the State of New York, in and for the Eighth Judicial District, in which the office of the YMCA of Greater Buffalo is located, do hereby approve the foregoing Certificate of Amendment of the Certificate of Incorporation of such Corporation and consent that it be filed.

  
Justice of the Supreme Court  
of the State of New York  
JOSEPH R. GLOWNIA

Dated: APR 22 2002, 2002  
Buffalo, New York

**GRANTED**  
**APR 22 2002**  
  
COURT CLERK  
MARK LOUISE ENSER

BFLO Doc # 1133773.1

CSI-01

F020424000838

**CERTIFICATE OF AMENDMENT  
OF THE  
CERTIFICATE OF INCORPORATION  
OF THE  
YMCA OF GREATER BUFFALO**

**Under Section 803 of the Not-For-Profit Corporation Law**

FILED

2002 APR 24 PM 4:22

1cc  
STATE OF NEW YORK  
DEPARTMENT OF STATE

FILED APR 24 2002

TAX \$  
BY:

lmb

Enc

CSI-01

Phillips, Lytle, Hitchcock, Blaine & Huber LLP  
3400 HSBC Center  
Buffalo, New York 14203

DRAWDOWN ACCOUNT

8

873

# Certificate of Amendment of the Certificate of Incorporation

- Filed With New York State October 11, 2006  
(Change Name to Young Men's Christian Association Buffalo Niagara)

FILING RECEIPT

=====

ENTITY NAME: YOUNG MEN'S CHRISTIAN ASSOCIATION BUFFALO NIAGARA

DOCUMENT TYPE: AMENDMENT (DOMESTIC NFP)  
PROCESS NAME

COUNTY: ERIE

SERVICE COMPANY: CAPITOL SERVICES, INC.

SERVICE CODE: 01

=====

FILED:10/11/2006 DURATION:\*\*\*\*\* CASH#:061011000216 FILM #:061011000196

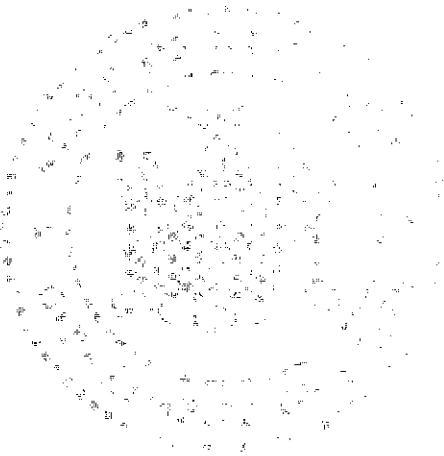
ADDRESS FOR PROCESS

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THE CORPORATION  
280 CAYUGA ROAD  
CHEEKTOWAGA, NY 14225

REGISTERED AGENT

-----



=====

FILER	FEE	65.00	PAYMENTS	65.00
-----	----		-----	
	FILING	30.00	CASH	0.00
	TAX	0.00	CHECK	0.00
PHILLIPS LYTTLE LLP	CERT	0.00	CHARGE	0.00
3400 HSBC CENTER	COPIES	10.00	DRAWDOWN	65.00
	HANDLING	25.00	OPAL	0.00
BUFFALO, NY 14203			REFUND	0.00
			-----	

=====

*State of New York }  
Department of State } ss:*

*I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.*

*Witness my hand and seal of the Department of State on*

**October 13, 2006**



A handwritten signature in black ink, appearing to be "D. J. [unclear]", written over a horizontal line.

*Special Deputy Secretary of State*

DRAWDOWN  
ACCT. # 01

F 061011 000196

CERTIFICATE OF AMENDMENT  
OF THE  
CERTIFICATE OF INCORPORATION  
OF  
YMCA OF GREATER BUFFALO

Under Section 803 of the Not-For-Profit Corporation Law

The undersigned, John D. Murray, President of YMCA of Greater Buffalo does hereby certify:

FIRST: The name of the corporation is YMCA of Greater Buffalo. The name under which it was originally formed was The Young Men's Christian Union of Buffalo.

SECOND: The corporation was created pursuant to an Act of the New York State Legislature, Chapter 319 of the Laws of 1848. The Certificate of Incorporation was filed in the office of the Secretary of State (Department of State) of New York on March 12, 1853.

THIRD: The corporation is a corporation as defined in subparagraph (a)(5) of Section 102 of the Not-for-Profit Corporation Law; the corporation is a Type B corporation under Section 201; and the corporation shall remain a Type B corporation under Section 201 thereafter.

FOURTH: Article 1 of the Certificate of Incorporation relating to the name of the corporation shall be amended to change the name of the corporation and shall read as follows:

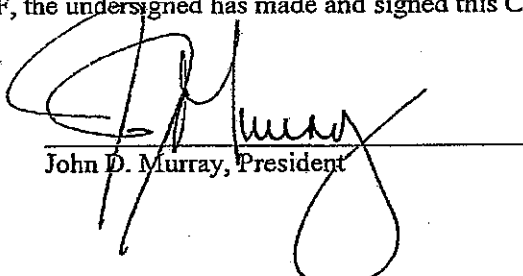
1. The name of the corporation is  
Young Men's Christian Association  
Buffalo Niagara

FIFTH: The amendment to the Certificate of Incorporation was authorized by vote of at least a majority of the directors of the Corporation, there being no members entitled to vote thereon.

SIXTH: The Secretary of State of the State of New York is designated as the agent of the Corporation upon whom process against it may be served, and the post office address to which the Secretary of State shall mail a copy of any such process served upon him is 280 Cayuga Road, Cheektowaga, New York 14225.

Prior to delivering this Certificate to the Department of State for filing, all required approvals or consents will be endorsed upon or annexed to this Certificate.

IN WITNESS WHEREOF, the undersigned has made and signed this Certificate  
this 9th day of August, 2006.



John D. Murray, President

## CERTIFICATE

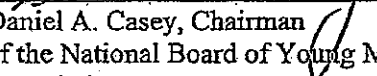
Daniel A. Casey, Chairman of the National Board of Young Men's Christian Associations, does hereby certify that:

1. the YMCA of Greater Buffalo (the "Corporation") desires to amend its Certificate of Incorporation to revise the name of the Corporation from YMCA of Greater Buffalo to Young Men's Christian Association Buffalo Niagara and desires to do business under the assumed name of YMCA Buffalo Niagara;


2. such amendment to the Certificate of Incorporation of the Corporation and the use of such assumed name is in accordance with the general rules and regulations of the National Board of Young Men's Christian Associations; and

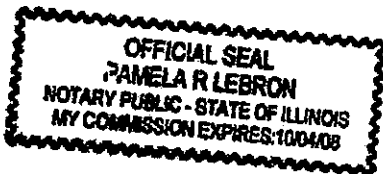
3. I, as Chairman of the National Board of Young Men's Christian Associations, hereby authorize and approve the amendments described above to the Certificate of Incorporation of the Corporation.

WITNESS my hand and seal this 6th day of October, 2006.

  
Daniel A. Casey, Chairman  
of the National Board of Young Men's Christian  
Associations

Sworn to before me this  
6th day of October, 2006

  
Notary Public





CSI-01

F061011000 196

RECEIVED  
2006 OCT 10 PM 3:21

**CERTIFICATE OF AMENDMENT  
OF THE  
CERTIFICATE OF INCORPORATION  
OF  
YMCA OF GREATER BUFFALO**

RECEIVED  
2006 OCT 10 AM 11:11

**Under Section 803 of the Not-For-Profit Corporation Law**

CSI-01

Filer  
Phillips, Lytle, LLP  
3400 HSBC Center  
Buffalo, New York 14203

1cc  
STATE OF NEW YORK  
DEPARTMENT OF STATE

FILED OCT 11 2006

TAX \$  
BY: lmb

DRAWDOWN ACCOUNT

2006 OCT 11 AM 10:00  
ERIC

FILED

lmb 4 216

# Certificate of Assumed Name

- Filed With New York State October 12, 2006  
(Doing Business as YMCA Buffalo Niagara)

N. Y. S. DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS

ALBANY, NY 12231-0001

FILING RECEIPT

=====

ENTITY NAME : YOUNG MEN'S CHRISTIAN ASSOCIATION BUFFALO NIAGARA

DOCUMENT TYPE : ASSUMED NAME CERTIFICATE

SERVICE COMPANY : CAPITOL SERVICES, INC.

CODE: 01

=====

FILED: 10/12/2006

CASH#: 167560

FILM#: 20061012041

PRINCIPAL LOCATION

-----

280 CAYUGA ROAD

CHEEKTOWAGA  
NY 14225

COMMENT:

ASSUMED NAME

-----

YMCA BUFFALO NIAGARA

\* FEES 210.00 PAYMENTS: 210.00  
\* ----  
\* FILING : 25.00 CASH :  
\* COUNTY : 150.00 CHECK : 210.00  
\* COPIES : 10.00 C CARD :  
\* MISC : .00  
\* HANDLE : 25.00  
\*  
\* REFUND:  
\* -----

=====

FILER:

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PHILLIPS LYTTLE LLP  
3400 HSBC CENTER

BUFFALO NY 14203

=====

DO3HD104

DOS-281 (8/98)

State of New York }  
Department of State } ss:

*I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.*

*Witness my hand and seal of the Department of State on*

**October 13, 2006**



A handwritten signature in black ink, appearing to be "D. A. [unclear]".

*Special Deputy Secretary of State*

CSI-01

F200610120 41

**Certificate of Assumed Name**  
Pursuant to General Business Law, §130

NYS Department of State  
Division of Corporations, State Records and UCC  
41 State Street, Albany, NY 12231-0001  
www.dos.state.ny.us

1. NAME OF ENTITY

**YOUNG MEN'S CHRISTIAN ASSOCIATION BUFFALO NIAGARA**

1a. FOREIGN ENTITIES ONLY. If applicable, the fictitious name the entity agreed to use in New York State is:

2. NEW YORK LAW FORMED OR AUTHORIZED UNDER (CHECK ONE):

- |   |  |
|---|--|
| <input type="checkbox"/> Business Corporation Law | <input type="checkbox"/> Limited Liability Company Law             |
| <input type="checkbox"/> Education Law            | <input checked="" type="checkbox"/> Not-for-Profit Corporation Law |
| <input type="checkbox"/> Insurance Law            | <input type="checkbox"/> Revised Limited Partnership Act           |
| <input type="checkbox"/> Other (specify law):     |  |

3. ASSUMED NAME

**YMCA BUFFALO NIAGARA**

4. PRINCIPAL PLACE OF BUSINESS IN NEW YORK STATE (MUST BE NUMBER AND STREET. IF NONE, INSERT OUT-OF-STATE ADDRESS)

**280 Cayuga Road**

**Cheektowaga, NY 14225**

5. COUNTIES IN WHICH BUSINESS WILL BE CONDUCTED UNDER ASSUMED NAME

☐ ALL COUNTIES (if not, circle county[ies] below)

Albany	Clinton	<u>Genesee</u>	Monroe	Orleans	Saratoga	Tompkins
Allegany	Columbia	Greene	Montgomery	Oswego	Schenectady	Ulster
Bronx	Cortland	Hamilton	Nassau	Otsego	Schoharie	Warren
Broome	Delaware	Herkimer	New York	Pulnam	Schuyler	Washington
<u>Cattaraugus</u>	Dutchess	Jefferson	<u>Niagara</u>	Queens	Seneca	Wayne
Cayuga	<u>Erie</u>	Kings	Onsida	Rensselaer	Steuben	Westchester
<u>Chautauqua</u>	Essex	Lewis	Onondaga	Richmond	Suffolk	<u>Wyoming</u>
Chemung	Franklin	Livingston	Ontario	Rockland	Sullivan	Yates
Chenango	Fulton	Madison	Orange	St. Lawrence	Tioga	

6. INSERT THE ADDRESS OF EACH LOCATION WHERE BUSINESS WILL BE CARRIED ON OR TRANSACTED UNDER THE ASSUMED NAME. Use a continuous sheet, if needed. (The address must be set forth in terms of a number and street, city, state and zip code. Please note that the address(es) reflected in paragraph 6 must be within the county(ies) circled in paragraph 5. If the entity does not have a specific location where it will conduct business under the assumed name please check the statement below.)

**280 Cayuga Road**

**Cheektowaga, NY 14225**

**Erie County**

**1317 Portage Road**

**Niagara Falls, NY 14301**

**Niagara County**

☐ No New York State Business Location

**2432 Richley Road**

**Corfu, NY 14036**

**Genesee County**

**4025 Poplar Tree Road**

**Gainesville, NY 14066**

**Wyoming County**

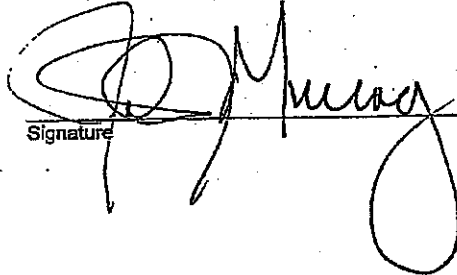
CSI-01

200610120 41

INSTRUCTIONS FOR SIGNATURE: If corporation, by an officer; if limited partnership, by a general partner; if limited liability company, by a member or manager or by an attorney-in-fact or authorized person for such corporation, limited partnership, or limited liability company.

John Murray, President  
Name and Title

Signature



CERTIFICATE OF ASSUMED NAME  
OF

YOUNG MEN'S CHRISTIAN ASSOCIATION BUFFALO NIAGARA  
(Insert Entity Name)

Pursuant to §130, General Business Law

RECEIVED

OCT 10 AM 11:11

CSI-01

STATE OF NEW YORK  
DEPARTMENT OF STATE

FILER'S NAME AND MAILING ADDRESS

Phillips Lytle LLP  
3400 HSBC Center  
Buffalo, NY 14203

FILED OCT 12 2006

TAXES  
BY:

10/16/06

PM 12:06

FILED

NOTE: This form was prepared by the New York State Department of State. You are not required to use this form. You may draft your own form or use forms available at legal stationery stores. The Department of State recommends that all documents be prepared under the guidance of an attorney. The certificate must be submitted with a \$25 fee. The Department of State also collects the following, additional, county clerk fees for each county in which a corporation does or transacts business: \$100 for each county within New York City (Bronx, Kings, New York, Queens and Richmond) and \$25 for each county outside New York City. All checks over \$500 must be certified.

(For office use only)

-2-

2006 OCT 11 PM 3:15

RECEIVED

RECEIVED

2006 OCT 10 PM 3:24

10-799

2 (mb)