

CERTIFICATE OF INCORPORATION
OF
SHOREHAM CIVIC ORGANIZATION, INC.

Filed by:

Johannesen & Johannesen, Esqs.
799 Route 25A
Rocky Point, New York 11778

CERTIFICATE OF INCORPORATION

SHOREHAM CIVIC ORGANIZATION, INC.

Under Section 402 of the Not-For-Profit Corporation Law.

The Undersigned, for the purpose of forming a corporation pursuant to Section 402 of the Not-For-Profit Corporation Law State of New York, does hereby certify and set forth:

FIRST: The name of the corporation is SHOREHAM CIVIC ORGANIZATION, INC.

SECOND: The corporation is a corporation as defined in subparagraph (a) (5) of Section 102 (Definitions) of the Not-For-Profit Corporation Law.

THIRD: The purpose or purposes for which the corporation is formed are as follows:

To promote, foster and encourage interest and support in the development of the businesses and residences in Suffolk County and its environs for the use, enjoyment and benefit of the community; to increase, further and enhance interest in the civic affairs of the community; to develop good citizenship; to encourage citizen participation and involvement in community improvement programs and in local and state government; to promote, advance and stimulate business and commercial interests in the common areas of the County of Suffolk; to hold, conduct and organize meetings, discussions and forums to consider community opinion on contemporary beautification and restoration issues; to aid, assist, cooperate, co-sponsor and otherwise engage in concerted action with private and governmental agencies, organizations and groups on civic, recreational, beautification and other programs to improve and enrich the quality of life for the residents of the County of Suffolk; to solicit, collect and otherwise raise money for the purposes of this corporation and other civic purposes and generally to endeavor to promote the development, beautification and preservation of the businesses and residents of Suffolk County for future generations.

In furtherance of its corporate purposes, the corporation shall have all the general powers enumerated in Section 202 of the

Not-For-Profit Corporation Law, together with the power to solicit grants and contributions for the corporate purposes.

Nothing herein shall authorize this corporation, directly or indirectly, to engage in or include among its purposes, any of the activities mentioned in the Not-For-Profit Corporation Law, Section 404(b)-(v).

FOURTH: The corporation shall be a Type A corporation pursuant to Section 201 of the Not-For-Profit Corporation Law.

FIFTH: The names and addresses of the initial directors of the corporation are as follows:

Daniel DeRosso
32 Briarcliffe Road
Shoreham, New York 11786

John Shanklin
Four Duchess Street
Shoreham, New York 11786

Diane Casey
14 Cordwood Path
Shoreham, New York 11786

SIXTH: Said organization is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(4) of the Internal Revenue Code, or corresponding section of any future federal tax code.

SEVENTH: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof.

EIGHTH: No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

NINTH: Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(4) Internal Revenue code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(4) of the Internal Revenue code, or corresponding section of any future federal tax code.

TENTH: Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(4) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ELEVENTH: The office of the corporation is to be located in the county of Suffolk.

TWELFTH: The Secretary of State is designated as agent of the corporation upon whom process against it may be served. The post office address to which the Secretary of State shall mail a copy of any process against the corporation served upon him is:

Johannesen & Johannesen, Esqs.
799 Route 25A
Rocky Point, New York 11778

IN WITNESS WHEREOF, this certificate has been subscribed to this 14th day of January, 1999 by the undersigned who affirms that the statements made herein are true under penalties of perjury.



GERALD WEINBERG,
INCORPORATOR
90 State Street
Albany, New York