

Certificate of Incorporation (Non-Stock Corporation)

We, the incorporators, certify that we hereby associate ourselves as a body politic and corporate under the Non-Stock Corporation Act of the State of New York.

1. The name of the corporation is Sayville High School Alumni Association, Incorporated.

2. The nature of the activities to be conducted, or the purpose to be promoted or carried out by the corporation, shall be exclusively charitable and educational within the meaning of Section 501-c-3 of the Internal Revenue Code of 1954, as the same may be amended from time to time, and shall include the following:

To uphold and promote the welfare of Sayville High School, of Sayville, New York, (hereinafter called "the school"), as an educational institution, especially in the portion of the State of New York commonly known as the Greater Sayville Area (hereinafter called "the Community"):

a. By providing a medium through which Alumni of the school and residents of the Community may contribute to the welfare of the school:

b. By facilitating, initiating, and participating in programs and projects aimed at developing and maintaining mutual understanding among the school, its Alumni and residents of the Community:

c. By participating in the raising of funds in order to establish scholarships or aid and loan funds for the benefit of students attending the school, the sole responsibility for the final selection of the recipients of such scholarships or loans and the determination of the amounts awarded to be in the school:

d. By participating in the raising of funds for the benefit of the school and promoting the donation of gifts and endowments to the school:

e. By encouraging the enrollment of qualified students in the school: f. By performing public relations work in behalf of the school: and

g. By facilitating, initiating, and participating in programs and projects aimed at maintaining and fostering a continuing interest in and material and moral support for the school on the part of its Alumni and residents of the Community.

3. The classes, rights, privileges, qualifications, obligations, and the manner of election or appointment of members are as follows: The voting members of this corporation shall consist of the existing Regular Members of Sayville High School Alumni Association, an unincorporated association, and thereafter such persons as may become Regular Members in accordance with the Bylaws of the corporation and who retain their membership in good standing according to the provisions of the Bylaws of the corporation. If at any time there shall be no members remaining, the corporation's existence shall be terminated in accordance with law, and its property and assets distributed as provided for in the following Paragraph 7 of this Certificate. The Regular Members shall elect the Board of Directors as provided for in the Bylaws and shall have all of the rights, privileges, and obligations usually or by law accorded to the members of a non-stock, non-profit corporation and not reserved thereby or by the Bylaws to the Board of Directors of the corporation.

4. The corporation shall not have or issues shares of stock or pay dividends.

1. No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors, officers, or other private persons, except that the corporation 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 Paragraph 2 hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of this Certificate of Incorporation, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal Income Tax under Section 501-c-3 of the Internal Revenue Code of 1954 (or the corresponding provision of any future United State Internal Revenue Law), or (b) by a corporation, contributions to which are deductible under Section 170-c-2 of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law). This Certificate of Incorporation shall not be altered or amended in derogation of the foregoing provisions of this Article.

6. The Bylaws of the corporation may provide for the classification of Directors as to their term of office.

7. Upon the dissolution or termination of the existence of the corporation, all of its property and assets shall, after payment of lawful debts of the corporation and expenses of its dissolution or termination, be delivered, conveyed, and paid over to Sayville High School, Sayville, New York.

Dated at Sayville, New York, this _____ day of _____ 2013

State of New York

County of Suffolk
