

F 060309000/1/14

CERTIFICATE OF INCORPORATION

OF

**THE AMERICAN ASSOCIATION OF UNIVERSITY WOMEN
WESTCHESTER, NEW YORK BRANCH, INC.**

Under Section 402 of the Not-for-Profit Corporation Law

The undersigned, in order to form and organize under Section 402 of the Business Corporation law of the State of New York, hereby certify that:

FIRST: The name of the corporation is **THE AMERICAN ASSOCIATION OF UNIVERSITY WOMEN, WESTCHESTER, NEW YORK BRANCH, INC.**

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

THIRD: The purpose of this corporation shall be to unite the graduates of different educational institutions in order to promote equity, education, intellectual growth, individual worth, and development of opportunities for women and girls; for practical educational work; to participate in the development and promotion of the policies and programs of the American Association of University Women; to contribute to its growth and advancement; and to cooperate in its state and regional work.

In addition, the purpose of this corporation shall be to hold the property, funds, and assets of the Westchester, New York Branch of the American Association of University Women for the joint use of all the members as long as the branch shall be recognized by the Association. No member or group of members shall have any severable right to all or any part of such property. The branch shall have complete control over the acquisition, administration, and disposition of its property without consent of the Association, except that such property shall not be used for any purposes contrary to those of the Association. In the event of the dissolution of this corporation, all remaining assets shall be transferred and delivered to an AAUW entity.

FOURTH: The corporation shall be a Type B corporation pursuant to section 201 of the Not-for-Profit Corporation Law.

FIFTH: The office of the corporation is to be located in Westchester County, New York.

SIXTH: The names and addresses of the initial directors of the corporation are:

MARIE McKELLAR 3 RIVERCREST LANE
DOBBS FERRY, N.Y. 10522

NANCY PURA 500 BEDFORD STREET, APT 417
STAMFORD, CT 06901

DIANA KENT 355 MILLWOOD ROAD
CHAPPAQUA, NY 10514

SEVENTH: The Secretary of State is designated as agent of the corporation upon whom process against may be served. The address which the Secretary of State shall mail a copy of any process accepted on behalf of the corporation is:

MARIE McKELLAR
3 RIVERCREST LANE
DOBBS FERRY, N.Y. 10522

MARIE McKELLAR
Name of incorporator

Marie McKellar
Signature

CERTIFICATION OF INCORPORATION

OF

THE AMERICAN ASSOCIATION OF UNIVERSITY WOMEN,
WESTCHESTER, NEW YORK BRANCH, INC.

Under Section 402 of the Not-for-Profit Corporation Law

Filed by

MARIE McKELLAR

3 RIVERCREST LANE

DOBBS FERRY, NY 10522

STATE OF NEW YORK
THE STATE EDUCATION DEPARTMENT

Albany, New York

Steven Shinder
Shinder & Shinder CPA's P.C.
119 Rockland Center, #394
Nanuet, NY 10954

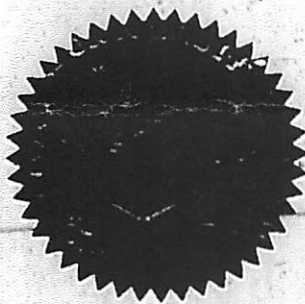
Re: **The American Association of University Women, Westchester, New York Branch, Inc.**

Dear Mr. Shinder:

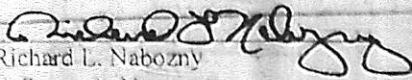
Consent is hereby given to the filing of the annexed Certificate of Incorporation of **The American Association of University Women, Westchester, New York Branch, Inc.**, pursuant to the applicable provisions of the Education Law, the Not-for-Profit Corporation Law, the Business Corporation Law, the Limited Liability Company Law or any other applicable statute.

This consent is issued solely for purposes of filing the annexed document by the Department of State and shall not be construed as approval by the Board of Regents, the Commissioner of Education or the State Education Department of the purposes or objects of such entity, nor shall it be construed as giving the officers or agents of such entity the right to use the name of the Board of Regents, the Commissioner of Education, the University of the State or New York or the State Education Department in its publications or advertising matter.

IN WITNESS WHEREOF this instrument is executed and the seal of the State Education Department is affixed.



RICHARD P. MILLS
Commissioner of Education

By: 
Richard L. Nabozny
or Susan A. Naccarato
(Commissioner's designee)

Date 3/2/06

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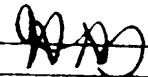
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CERTIFICATE OF INCORPORATION
THE AMERICAN ASSOCIATION OF UNIVERSITY WOMEN,
WESTCHESTER, NEW YORK BRANCH, INC.

STATE OF NEW YORK
DEPARTMENT OF STATE

MAR 08 2006



WEST

A AD
Type B

FILED BY

MADE McKellar
RIVER REST DRIVE
BOBSTERREY N.Y. 10827

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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

November 6, 2006



A handwritten signature in black ink, appearing to read "D. J. ...", is written over the seal area.

Special Deputy Secretary of State