

***STATE OF NEW YORK***  
***DEPARTMENT OF STATE***

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 official seal of the  
Department of State, at the City of Albany, on  
April 4, 2013.

A handwritten signature in black ink, appearing to read "Daniel E. Shapiro".

Daniel E. Shapiro  
First Deputy Secretary of State

DEPARTMENT OF LAW

3-1980

OFFICE

CERTIFICATE OF INCORPORATION

ATTORNEY GENERAL

OF

CORNELL UNIVERSITY GAY AND LESBIAN ALUMNI ASSOCIATION, INC.

UNDER SECTION 402 OF THE NOT-FOR-PROFIT CORPORATION LAW

WE, THE UNDERSIGNED, being alumni of Cornell University, and desiring to associate ourselves together as an alumni association, do hereby certify:

1. The name of the corporation shall be Cornell University Gay and Lesbian Alumni Association, Inc.

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

3. The purposes for which the corporation is formed are as follows:

(a) To advance the interests and promote the welfare of Cornell University; *in coordination with the University;*

(b) to promote, cultivate and foster fellowship among the gay and lesbian alumni of Cornell University;

(c) to promote the fidelity and loyalty of the members to Cornell University;

(d) to encourage the officers of Cornell University to provide equal educational opportunities to all individuals regardless of sexual orientation;

4. This corporation is organized exclusively for charitable purposes, including but not limited to receiving contributions and paying them over to an organization described in Section 501(c)(3) of the Internal Revenue Code as now in effect or hereafter amended.

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5. ~~The corporation shall not attempt to influence legislation by~~ propaganda or otherwise, or to participate in or intervene in any political campaign on behalf of any candidate for public office, or carry on any other activity not permitted to be carried on by a corporation exempt from taxation under Section 501(c)(3) of the Internal Revenue Code as now in effect or hereafter amended or a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code as now in effect or hereafter amended.

6. In the event of dissolution, all of the remaining assets and property of the corporation shall, after necessary expenses thereof, be distributed to another organization exempt under Section 501(c)(3) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws, or to the federal government, or state or local government, for a public purpose, pursuant to an order or judgment of the Supreme Court of the State of New York.

7. The Corporation shall be a Type B corporation under section 201 of the Not-For-Profit Corporation Law.

8. The office of the corporation shall be located in the City of New York, County of New York and State of New York.

9. The activities of the corporation will be nationwide in scope, but will be principally conducted in Ithaca, New York and New York City, New York.

10. The number of directors shall be not less than five nor more than nine.

11. The names and addresses of the initial directors until the first annual meeting, each of whom is at least nineteen years of age, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Ann Barbara Adams	1375 Ocean Avenue Brooklyn, New York
Arthur S. Leonard	247 East 83rd Street New York, New York
Richard W. Marcus	11 Fifth Avenue New York, New York
Robert A. Roth	1775 Broadway New York, New York
Robert R. Sinacore	97 Westminster Court Staten Island, N.Y.
Fredric A. Strom	166 West 22nd Street New York, New York
Francis V. Tiso, Jr.	21 Hayes Drive Eastchester, N.Y.

12. The post office address to which the Secretary of State shall mail a copy of any notice required by law is:

Robert A. Roth, Esq.  
1775 Broadway  
New York, N.Y. 10019

13. Prior to delivery to the department of state for filing all approvals and consents required by law will be endorsed upon or annexed to this certificate.

14. 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) through (t).

15. In the event that in any year the corporation shall be a "private foundation", as that term is defined in Section 509 of the

Internal Revenue Code of 1954 as amended,

A. The corporation shall distribute its income for each taxable year at such time and in such manner as not to subject it to tax under Section 4942 of said Code, and

B. The corporation shall not:

(a) engage in any act of self-dealing as defined in Section 4941(d) of the Code;

(b) retain any excess business holdings as defined in Section 4943 (c) of the code;

(c) make any investments in such manner as to subject the corporation to tax under Section 4944 of the Code; or

(d) make any taxable expenditures as defined in Section 4945 (d) of the Code.

IN WITNESS WHEREOF, the undersigned incorporators, being all at least nineteen years of age, affirm that the statements made herein are true under the penalties of perjury this 24th day of June, 1980.

*Ann Barbara Adams*  
ANN BARBARA ADAMS

1375 Ocean Avenue  
Brooklyn, New York

*Arthur S. Leonard*  
ARTHUR S. LEONARD

247 East 83rd Street  
New York, New York

*Richard W. Marcus*  
RICHARD W. MARCUS

11 Fifth Avenue  
New York, New York

*Robert A. Froth*  
ROBERT A. FROTH

1775 Broadway  
New York, New York

*Robert R. Sinacore*  
ROBERT R. SINACORE

97 Westminister Court  
Staten Island, New York

*Fredric A. Serom*  
FREDRIC A. SEROM

166 West 22nd Street  
New York, New York

*Francis V. Tiso, Jr.*  
FRANCIS V. TISO, JR.

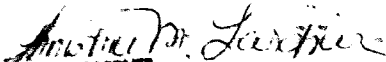
21 Hayes Drive  
Eastchester, New York

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

ROBERT A. ROTH, being duly sworn, deposes and says that he is the Attorney for the subscribers to the annexed Certificate of Incorporation and that no previous application for the approval of said Certificate by any Justice of the Supreme Court has ever been made.

  
ROBERT A. ROTH

Sworn to before me this  
2nd day of July, 1980

  
KRISTINE M. LARDNER  
Notary Public, State of New York  
No. 31-4635594  
Qualified in New York County  
Commission Expires March 30, 1981


**NATHANIEL T. HELMAN**

I, \_\_\_\_\_, a Justice of the Supreme Court of the State of New York, County of New York, hereby approve the foregoing Certificate of Incorporation - **CORNELL UNIVERSITY GAY AND LESBIAN ALLUMNI ASSOCIATION, INC.**  
Dated: New York, New York  
AUGUST 20, 1980

  
J. S. C.  
NATHANIEL T. HELMAN

THE UNDERSIGNED HAS NO  
OBJECTION TO THE GRANTING  
OF JUDICIAL APPROVAL  
HEREON AND WAIVES  
STATUTORY NOTICE

ROBERT ABRAMS  
ATTORNEY GENERAL  
STATE OF NEW YORK

  
Approved  
Aug. 15, 1980

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CERTIFICATE OF INCORPORATION

OF

CORNELL UNIVERSITY  
GAY AND LESBIAN ALUMNI  
ASSOCIATION, INC.

524494

STATE OF NEW YORK  
DEPARTMENT OF STATE

FILED SEP-21-1980

AMT OF CHECK \$ 50

FILING FEE \$ 50

TAX \$

COPY \$

CERT \$

REFUND \$

BY: PU

P-NY  
TYPE B

ROBERT A. ROTH

ATTORNEY AT LAW

1775 BROADWAY SUITE 404

NEW YORK, NEW YORK 10019

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