

## CERTIFICATE OF INCORPORATION

## YAD YISROEL, 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 YAD YISROEL, 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, increase and advance the health, welfare and economic status of the underprivileged, needy and poverty stricken people in the former Soviet Union and throughout the world; to assist such people by providing humanitarian, medical, educational and social assistance; to encourage interest, awareness and activism in the American and world political arena with reference to the plight of such people throughout the world; to provide financial aid and other reasonable economic assistance for the ultimate benefit of such people; to initiate and promote civic and political programs beneficial to such underprivileged and needy persons; to render and promote activities to foster democratic and religious values, principals and way of life; to hold, conduct and organize meetings, discussions and forums to consider community opinions on issues affecting the health and the economic, educational and social welfare of the underprivileged and needy throughout the world; to aid, assist, cooperate, co-sponsor and otherwise engage in concerted action with private and governmental agencies and organizations on all programs designed, calculated and dedicated to the improvement of life for the aforesaid people; to endeavor to improve and enrich the standard of living and quality of life for such people; to solicit, collect and otherwise raise money for charitable, eleemosynary and benevolent purposes and to expend such monies for such purpose and generally to improve and advance the health, welfare and well-being of all underprivileged and needy people throughout the world.

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 B 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:

Yaakov Shteierman  
317 Avenue F  
Brooklyn, New York

Rabbi Shmuel Dishon  
1682 48th Street  
Brooklyn, New York

Joseph Berkowitz  
1517 43rd Street  
Brooklyn, New York

SIXTH: Notwithstanding any other provisions of these articles, the corporation is organized exclusively for one or more of the purposes as specified in section 501 (C) (3) of the Internal Revenue Code of 1954, and shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal income tax under IRC Section 501 (C) (3) or corresponding provisions of any subsequent Federal tax laws.

SEVENTH: No part of the net earnings of the corporation shall inure to the benefit of any member, trustee, director, officer of the corporation or any private individual (except that reasonable

compensation may be paid for services rendered to or for the corporation), and no member, trustee, officer of the corporation or any private individual shall be entitled to share in the distribution of any dissolution of the corporation.

EIGHTH: No substantial part of the activities of the corporation shall be carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Internal Revenue Code Section 501 (h)) or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidates for public office.

NINTH: 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 public purposes, subject to an order of a Justice of the Supreme Court of the State of New York.

TENTH: In any taxable year in which the corporation is a private foundation as described in Section 509(a) of the Internal Revenue Code of 1954, the corporation shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Code; and 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 or corresponding provisions of any subsequent Federal tax laws.

ELEVENTH: The office of the corporation is to be located in the County of Kings.

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:

1552 39th Street  
Brooklyn, New York 11218

IN WITNESS WHEREOF, this certificate has been subscribed to this 28th day of January, 1993 by the undersigned who affirms that the statements made herein are true under penalties of perjury.



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GERALD WEINBERG,  
INCORPORATOR  
90 State Street  
Albany, New York

WAIVER OF NOTICE

The undersigned has no objection to the granting of judicial approval hereon and waives statutory notice.

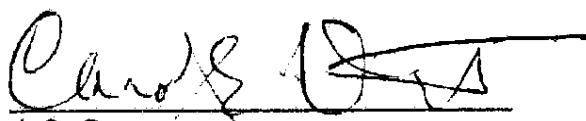
Dated: \_\_\_\_\_  
Robert Abrams  
Attorney General  
State of New York

By: \_\_\_\_\_  
Assistant Attorney General

APPROVAL OF SUPREME COURT JUSTICE

I, HON. CAROLYN E. DEMAREST, a Justice of the Supreme Court of the State of New York, of the 2nd Judicial District, in which the office of the corporation is located, approve of the foregoing Certificate of Incorporation of YAD YISROEL, INC. and consent to its filing.

Dated: FEB - 2 1993  
Supreme Court, KINGS County  
Ex Parte Motion Term,

  
\_\_\_\_\_  
J.S.C.

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

162 WASHINGTON AVENUE  
 ALBANY, NY 12231

FILING RECEIPT

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 CORPORATION NAME: YAD YISROEL, INC.

DOCUMENT TYPE : DOMESTIC (NOT-FOR-PROFIT) CORPORATIO TYPE: B COUNTY: KING

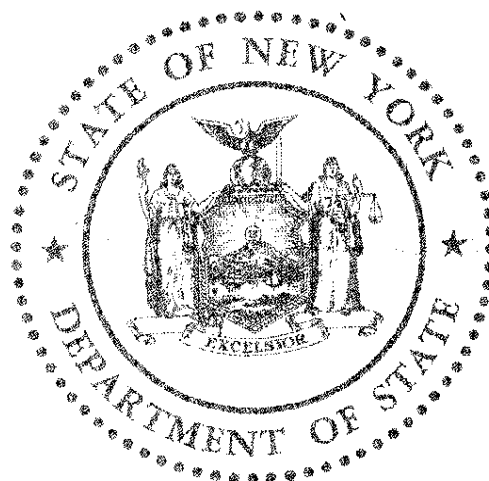
SERVICE COMPANY : GERALD WEINBERG

=====  
 FILED: 03/19/1993 DURATION: PERPETUAL CASH #: 930319000080 FILM #: 93031900006

ADDRESS FOR PROCESS

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 THE CORPORATION  
 1552 39TH STREET  
 BROOKLYN, NY 11218

REGISTERED AGENT



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FILER	FEES	100.00	PAYMENTS	100.00
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HARVIS TRIEN & BECK, ESQS.	FILING :	75.00	CASH :	0.00
750 LEXINGTON AVENUE	TAX :	0.00	CHECK :	0.00
6TH FLOOR	CERT :	0.00	BILLED:	100.00
NEW YORK, NY 10022	COPIES :	0.00		
	HANDLING:	25.00		
			REFUND:	0.00
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**Internal Revenue Service**

**Department of the Treasury**

District  
Director

10 MetroTech Center  
625 Fulton Street  
Brooklyn, NY 11201

Date: **AUG 11 1997**

Yad Yisroel, Inc.  
c/o Yaakov D. Shteinerman  
4616 16th Avenue  
Brooklyn, NY 11204-1104

Person to Contact:  
Patricia Holub  
Contact Telephone Number:  
(718) 488-2333  
EIN: 11-3150521

Dear Sir or Madam:

Reference is made to your request for verification of the tax exempt status of Yad Yisroel, Inc.

A determination or ruling letter issued to an organization granting exemption under the Internal Revenue Code remains in effect until the tax exempt status has been terminated, revoked or modified.

Our records indicate that exemption was granted as shown below.

Sincerely yours,

*(Patricia Holub)*

Patricia Holub  
Manager, Customer  
Service Unit

Name of Organization: Yad Yisroel, Inc.

Date of Exemption Letter: August 1993

Exemption granted pursuant to section 501(c)(3) of the Internal Revenue Code.

Foundation Classification (if applicable): Not a private foundation as you are an organization described in sections 509(a)(1) and 170(b)(1)(A)(vi) of the Internal Revenue Code.