

PRESBYTERY OF NEW YORK CITY

INCORPORATION DOCUMENTS through September 27, 2014

1. Filed November 6, 1899 - Certificate of incorporation of CHURCH EXTENSION COMMITTEE OF THE PRESBYTERY OF NEW YORK - under NY Membership Corporations Law.
 2. Filed December 1900 - Supplemental certificate changing number of directors, under NY Membership Corporations Law.
 3. Filed January 9, 1951 - Certificate of Report of Existence of CHURCH EXTENSION COMMITTEE OF THE PRESBYTERY OF NEW YORK
 4. Filed February 9, 1956 - Certificate of change of territory, change of number of directors and change of date of annual meeting,
 5. Filed August 14, 1963 - Certificate of Consolidation of THE CHURCH EXTENSION COMMITTEE OF THE PRESBYTERY OF NEW YORK - and - THE CHURCH EXTENSION BOARD OF THE PRESBYTERY OF BROOKLYN-NASSAU, INC., - into - THE CHURCH EXTENSION COMMITTEE OF THE PRESBYTERY OF NEW YORK - under the name of PRESBYTERY OF NEW YORK CITY - under the NY Membership Corporations Law.
 6. March 1965 - Certificate of Consolidation of PRESBYTERY OF NEW YORK CITY and THE TRUSTEES OF THE PRESBYTERY OF NEW YORK into PRESBYTERY OF NEW YORK CITY - under the NY Membership Corporations law.
 7. Filed March 5, 1980 - Certificate of merger of PRESBYTERY OF NEW YORK CITY - and - PRESBYTERIAN PROGRESS FOUNDATION OF NEW YORK - and - URBAN SEED FUND, INC. - into - PRESBYTERY OF NEW YORK CITY, under NY Not-for-Profit Corporation Law.
-

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 September 26, 2014.



Anthony Giardina

Anthony Giardina
Executive Deputy Secretary of State

Certificate of Incorporation

— OF THE —
Church Extension Committee
of the
Presbytery of New York.

State of New York,

of

County of New York.

SS:

We, the undersigned, of full age, being desirous
of associating ourselves together for Presbyterian Church

Extension in the City of New York

hereinafter is more particularly described, pursuant to and in conformity
with an Act of the Legislature of the State of New York, passed May 8th,
1865, entitled "An Act relating to Membership Corporations," and the
several Acts of the said Legislature amendatory thereof and supplemental
thereto, do hereby certify and declare as follows: That we are all of full
age, two-thirds of us are citizens of the United States and
of us are residents of the State of New York.

We do further certify and declare:—

First.

That the particular objects for which said Corporation is formed
are as follows, viz.: the planting of new churches, the
granting of support to such churches, all matters pertaining to the
Presbyterial work of extending the church in New York City and the
sustaining of such existing churches as may, by their own consent,
and with the approval of the Presbytery of New York, be included by
this corporation from time to time in its plan of church extension,
and to receive and disburse, as this corporation has been designat-

Second.

ed and empowered
to do by the Pres-
bytery of New York,
all funds collect-
ed for Presbyter-
ian Church Exten-
sion, and Susten-
tation as afore-
said, within the
bounds of said
Presbytery.

That the corporate name by which said Corporation hereby to
be formed shall be known and distinguished is and shall be:
The Church Extension Committee of the
Presbytery of New York.

349-80-1

80

Third.

That the territory in which the operations of said Corporation are to be conducted is the territory over which the Presbytery of New York now has, or hereafter may have ecclesiastical jurisdiction, and more particularly, for the present, the Boroughs of Manhattan and the Bronx in the City of New York.

Fourth.

That the principal office of said Corporation shall be and is located in the City of ^{of Manhattan} New York, Borough County of New York and State of New York.

Fifth.

That the number of Directors of said Corporation shall be eleven

Sixth.

That the names and places of residence of the persons to be the Directors of said Corporation until its first annual meeting are:
Henry Van Dyke, 14 E. 37th Street, New York City,
Wilton Merle Smith, 34, W. 39th Street, New York City,
George Alexander, 47 University Place, New York City,
Howard Agnew Johnston, 1306 Madison Avenue, New York City,
Howard Duffield, 12 W. 12th Street, New York City,
John Balcom Shaw, 307 W. 104th Street, New York City,
Samuel McComb, San Remo Hotel, New York City,
William Allen Butler, Jr., 30 E. 72nd Street, New York City,
Robert Jaffray, Jr., 58 W. 46th Street, New York City,
Henry W. Jessup, 8 W. 130th Street, New York City,
John S. Kennedy, 6 W. 57th Street, New York City,

Seventh.

That the annual meeting of said Corporation shall be held on the second Monday of November in each and every year.

In testimony whereof, we have made and signed this Certificate in duplicate and have hereunto set our hands and affixed our respective seals this thirtieth day of October, one thousand eight hundred and ninety-nine.

Henry van Dyke

Howard Duffield

John S. Kennedy

George Alexander

Samuel McComb

Wilton Merle Smith

John Balcom Shaw

Howard Agnew Johnston

State of New York,

of

County of New York

Cleveland Dodge

Wm Allen Butler Jr

Robt Jaffray Jr

Henry W. Jessup

I, Theodore M. Taft, a Notary Public duly

commissioned and qualified, do hereby certify that on the twenty

Sixth day of October, in the year one thousand eight

hundred and ninety nine, personally appeared before me

George Alexander, Wilson Merle Smith,

John Balcom Shaw, Howard Agnew Johnston,

William Allen Butler Jr, Robert Jaffray Jr,

and Henry W. Jessup and on the twenty

seventh day of October in the year one

thousand eight hundred and ninety nine

personally appeared before me Cleveland H.

Dodge; Howard Whipple and on the

thirteenth day of October, 1899 personally appeared

before me John S. Kennedy, Henry Van Dyke

and Samuel McComb.

to me severally known and known to me to be the individuals named in

and who executed the foregoing Certificate, and they thereupon severally

acknowledged before me that they did execute the same for the purposes

therein set forth.

In witness whereof I have hereunto set my hand and notarial seal this 30th day of October 1899

Theodore M. Taft
Notary Public
King County
Certificate filed in U.S. Co.

I, Francis W. Scott, Justice of the Supreme Court

of the State of New York, of the First Judicial District, do hereby approve the foregoing certificate of incorporation, and consent that the same be filed.

Francis W. Scott

Justice Supreme Court

First Judicial District

349-80-3

~~Attorney~~ Original

Certificate of Incorporation

— OF THE —

Chambers Extension

Committee of the

Presidents of New York

STATE OF NEW YORK

OFFICE OF SECRETARY OF STATE

TRUST AND
RECORDS
NOV 6 1899

J. M. Thompson
Secretary of State

344g-80-4

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 September 26, 2014.

Anthony Giardina

Anthony Giardina
Executive Deputy Secretary of State

SUPPLEMENTAL CERTIFICATE CHANGING THE NUMBER OF DIRECTORS.

(Membership Corporations Law, § 14.)

We, the undersigned, a majority of the directors of Church Extension Committee of the Presbytery of New York, a membership corporation heretofore incorporated, desiring to change the number of its directors, pursuant to section 14 of the Membership Corporations Law, do certify as follows:

That such corporation was organized for the purpose of *Presbyterian Church Extension Committee of the Presbytery of New York*

That an annual meeting of such corporation was held on the *3rd* day of *December* 1900.

That at such meeting the members of such corporation by a majority vote determined to change the number of directors therein, eleven to fifteen, as more fully appears by the certificate of the chairman and secretary of such meeting hereto annexed and made part of this certificate.

IN WITNESS WHEREOF, we have made, signed and acknowledged this certificate in duplicate.

Dated this _____ day of _____ 1900.

Approved & signed _____

Wm. B. Ballou
John Ballou Storer
John Kennedy
Wm. H. Smith

STATE OF NEW YORK,)
COUNTY OF NEW YORK.)

SS:

On this *3rd* day of *December* 1900, before me

personally came *Howard Agnew, John Ballou Storer, John Kennedy, Wm. H. Smith* and *George Alexander* to me personally known to be the persons described in and

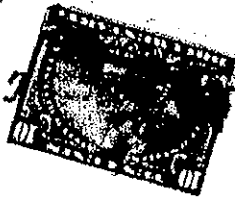
who made and signed the foregoing certificate and severally duly acknowledged to me that they made, signed and executed the same for the purpose therein set forth.

398-72-1

State of New York, }
County of New York, } ss.

Form 1.

I. WILLIAM SOMMER, Clerk of the County of New York, and also Clerk of the Supreme Court for the said County, the same being a Court of Record, **DO HEREBY CERTIFY**, That



whose name is subscribed to the Certificate of the proof or acknowledgment of the annexed instrument, and thereon written, was, at the time of taking such proof or acknowledgment, a Notary Public in and for the County of New York, dwelling in the said County, commissioned and sworn, and duly authorized to take the same. And further, that I am well acquainted with the handwriting of such Notary, and verily believe that the signature to the said certificate is proof or acknowledgment is genuine.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of the said Court and County, the

Day of

John J. [unclear]
190

Clerk.

399-72-a

CERTIFICATE OF CHAIRMAN AND SECRETARY OF THE MEETING.

We, the undersigned, *William Mark Smith* chairman, and *Joseph Standen* Secretary, of an annual meeting of the members of the Church Extension Committee of the Presbytery of New York, held on the *3rd* day of *December* 1900, do hereby certify as follows:

That a meeting was organized of such members by choosing the undersigned *William Mark Smith* as chairman, and the undersigned *Joseph Standen* as secretary.

That a vote was then taken by those present in person or by proxy upon the proposition of changing the number of the directors of the corporation from eleven to fifteen, pursuant to section 14 of the Membership Corporations Law, That the following resolution was offered:

"R E S O L V E D, That the directors of the Church Extension Committee of the Presbytery of New York, be authorized and directed to file a supplemental certificate changing the number of trustees ^{from} ~~of~~ eleven to fifteen, in pursuance of section 14 of the Membership Corporations Law".

That such resolution was duly adopted by a majority vote of all the members of such corporation present at such meeting, and voting either in person or by proxy thereon.

Dated this *3rd* day of *December*, 1900.

William Mark Smith
Chairman.

Joseph Standen
Secretary.

STATE OF NEW YORK,)
) SS:
COUNTY OF NEW YORK.)

William Mark Smith chairman, and *Joseph Standen* secretary, being severally duly sworn, each deposes and says,

349-12-3

that he has read the foregoing certificate subscribed by
him, and knows the contents thereof, and that the same is
true and correct of his own knowledge.

John Mark Smith

Chairman.

W. H. [unclear]

Secretary.

Severally sworn to before me this)

3rd day of *December*, 1900.)

399-72-4-7

Book 47 Page 86, 88

Chinese Extension
Committee of the
Presidency of Whankow

Supplimental
Supplimental Critiques
Changing method of discussion

Serial Standard 37-1900

OFFICE OF SECRETARY OF STATE
DEPT. OF STATE
WASHINGTON
DEC 17 1900

[Handwritten signature]

For filing in office of Secy of State

399-72-5

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 September 26, 2014.



Anthony Giardina

Anthony Giardina
Executive Deputy Secretary of State

CERTIFICATE OF
REPORT OF EXISTENCE
OF
THE CHURCH EXTENSION COMMITTEE
OF THE PRESBYTERY OF NEW YORK

Pursuant to Section Fifty-Seven
of the
Membership Corporations Law

-9-
I, the undersigned, being the Secretary of
THE CHURCH EXTENSION COMMITTEE OF THE PRESBYTERY OF NEW
YORK, hereby certify, pursuant to section 57 of the Membership
Corporations Law:

1. The name of the corporation is:
THE CHURCH EXTENSION COMMITTEE
OF THE PRESBYTERY OF NEW YORK.
2. The certificate of incorporation of said
corporation was filed in the office of the Department of
State on the 6th day of November, 1899.
3. Said corporation was incorporated under an
Act of the Legislature of the State of New York, enacted
May 8, 1895, entitled "An Act Relating to Membership
Corporations" and the several acts of said Legislature
amendatory thereof and supplemental thereto, for religious
and benevolent purposes.
4. The existence of such corporation is
hereby continued, as provided in section fifty-seven of
the Membership Corporations Law.

IN WITNESS WHEREOF, I have made, subscribed

and acknowledged this certificate this 19th day of
December, 1950.

Theodore F. Savage
Secretary

STATE OF NEW YORK)
CITY OF NEW YORK) SS.:
COUNTY OF NEW YORK)

On this 19th day of December, 1950, before me
personally came THEODORE F. SAVAGE, to me known and known to
me to be the person described in and who executed the fore-
going certificate of report of existence, and he there-
upon duly acknowledged to me that he executed the same.

Emma B. Schulman

EMMA B. SCHULMAN
NOTARY PUBLIC, COUNTY OF NEW YORK
100 W. 42nd ST.
NEW YORK 18, N.Y.
Comm. Ex. 100-100000 Co. C.S. & Reg.
and New York Co. C.S. & Reg.
Comm. Expires March 30, 1957

11/6/99 7 EX-9
348-90
ny 9 8

CERTIFICATE OF
REPORT OF EXISTENCE
OF

THE CHURCH EXTENSION COMMITTEE
OF THE PRESBYTERY OF NEW YORK

Pursuant to Section Fifty-Seven
of the
Membership Corporations Law

STATE OF NEW YORK
DEPARTMENT OF STATE
FILED JAN 9 - 1951

FILING FEE \$5.00
Thomas J. ...
Secretary of State

EDWARD HANDELMAN
40 WALL STREET
NEW YORK

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 September 26, 2014.



Anthony Giardina

Anthony Giardina
Executive Deputy Secretary of State

Certificate of Change of Territory, Change
of Number of Directors and Change of Date
of Annual Meeting

of

THE CHURCH EXTENSION COMMITTEE
OF THE PRESBYTERY OF NEW YORK

pursuant to section thirty of
the membership corporations
law.

FIRST: The name of the corporation is THE
CHURCH EXTENSION COMMITTEE OF THE PRESBYTERY OF NEW
YORK. 6059

SECOND: The Certificate of Incorporation
was filed in the office of the Secretary of State on
November 6, 1899, and was filed in no other state
office.

THIRD: The provisions of Articles THIRD and
FIFTH of the Certificate of Incorporation are to be
amended, and the provisions of Article SEVENTH are to
be eliminated; the provisions to be added or substituted
therefor are hereinafter set forth in Articles FOURTH,
FIFTH and SIXTH.

FOURTH: In lieu of the provisions of Article
THIRD of the Certificate of Incorporation, the territory

6059-1

in which the corporation's operations are hereafter to be conducted is the territory over which the Presbytery of New York now has, or hereafter may have, ecclesiastical jurisdiction, and more particularly shall be the Boroughs of Manhattan, Bronx and Richmond in the City of New York.

FIFTH: In lieu of the provisions of Article FIFTH of the Certificate of Incorporation, the number of directors of the corporation shall be changed from eleven (11) to not less than three (3) nor more than twenty-four (24).

SIXTH: The provisions of Article SEVENTH are hereby eliminated, so that the time of the annual meeting shall be changed from the second Monday in November to such time as shall be fixed in the by-laws of the corporation.

Subscribed by each of the undersigned on this 18th day of January, 1956.

Montague White
resident
Paul Elias Heath
Secretary

6059-2

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

On the 18th day of *January*, 1956, before
me personally came MONTAGUE WHITE, to me known and
known to me to be one of the individuals described in
and who executed the foregoing instrument and he duly
acknowledged to me that he executed the same.

Helen M. Johnson

HELEN MCA. JOHNSON
NOTARY PUBLIC, STATE OF NEW YORK
No. 31-7095500
Qualified in New York County
Cert. filed with New York County Register
Term expires March 30, 1958

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

On the 18th day of *January*, 1956, before
me personally came PAUL SILAS HEATH, to me known and
known to me to be one of the individuals described in
and who executed the foregoing instrument and he duly
acknowledged to me that he executed the same.

Helen M. Johnson

HELEN MCA. JOHNSON
NOTARY PUBLIC, STATE OF NEW YORK
No. 31-7095500
Qualified in New York County
Cert. filed with New York County Register
Term expires March 30, 1958

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

MONTAGUE WHITE and PAUL SILAS HEATH, being severally duly sworn, depose and say:

That Montague White is the President, and Paul Silas Heath the Secretary, of THE CHURCH EXTENSION COMMITTEE OF THE PRESBYTERY OF NEW YORK, a New York membership corporation;

That they have been authorized to execute and file the above Certificate of Change of Territory, Change of Number of Directors, and Change of Annual Meeting by the concurring vote of a majority of the members of said corporation present at a special meeting held, upon notice pursuant to section forty-three of Chapter 35 of the Consolidated Laws, on December 13, 1955.

Montague White
President
Paul Silas Heath
Secretary

Subscribed and sworn to before
me this 18th day of December, 1955.

Ellen Mear Johnson
Notary Public
ELLEN MEAR JOHNSON
NOTARY PUBLIC, STATE OF NEW YORK
No. 31-708200
Qualified in New York County
Oath filed with New York County Register
Term expires March 30, 1958

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nl

minutes

11/6/1899

11/9/51

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11/9/51

11/9/51

3

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Certificate of Change of Territory, Change of Number of Directors and Change of Date of Annual Meeting

of

THE CHURCH EXTENSION COMMITTEE OF THE PRESBYTERY OF NEW YORK

pursuant to section thirty of the membership corporations law.

R

STATE OF NEW YORK DEPARTMENT OF STATE FILED FEB - 9 1956

MILBANK, TWEED, HOPE & HADLEY 15 Broad Street New York 5, N.Y.

TAX: None
FILING FEE: 2.50

Carrie S. Delap
Secretary of State

By *J. Tracy*

6059-5

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 September 26, 2014.

Anthony Giardina

Anthony Giardina
Executive Deputy Secretary of State

CERTIFICATE OF CONSOLIDATION

of

THE CHURCH EXTENSION COMMITTEE OF THE PRESBYTERY OF NEW YORK
and
THE CHURCH EXTENSION BOARD
OF THE PRESBYTERY OF BROOKLYN-NASSAU, INC.

into

THE CHURCH EXTENSION COMMITTEE OF THE PRESBYTERY OF NEW YORK

Under the Name of

PRESBYTERY OF NEW YORK CITY

Pursuant to
Section Fifty of the
Membership Corporations Law
of the State of New York

WE, JOHN O. MELLIN, GRAYDON E. McCLELLAN, JOHN M.
DEASON and ARMAND P. TERPENING, the undersigned, being
respectively the President and Secretary of THE CHURCH
EXTENSION COMMITTEE OF THE PRESBYTERY OF NEW YORK and the
President and Secretary of THE CHURCH EXTENSION BOARD OF THE
PRESBYTERY OF BROOKLYN-NASSAU, INC., do certify:

FIRST: THE CHURCH EXTENSION COMMITTEE OF THE
PRESBYTERY OF NEW YORK, whose certificate of incorporation was
filed in the office of the Secretary of State on November 8,
1899, and THE CHURCH EXTENSION BOARD OF THE PRESBYTERY OF
BROOKLYN-NASSAU, INC., whose certificate of incorporation
was filed in the office of the Clerk of the County of Kings
on June 17, 1914, are the corporations to be included in, this

consolidation.

SECOND: The name of the consolidated corporation shall be

PRESBYTERY OF NEW YORK CITY.

THIRD: The territory in which its operations are to be principally conducted are the Counties of New York, Bronx, Kings, Queens and Richmond in the City of New York.

FOURTH: The office of the corporation shall be located in the Borough of Manhattan in the City, County and State of New York.

FIFTH: The number of its directors shall be not less than eighteen (18) nor more than thirty-three (33).

SIXTH: The consolidated corporation is to be one of the constituent corporations, to wit: THE CHURCH EXTENSION COMMITTEE OF THE PRESBYTERY OF NEW YORK, and not a new corporation.

SEVENTH: The terms and conditions of the consolidation are as follows:

a. The name of the consolidated corporation, the territory in which it is to operate, the office of the consolidated corporation and the number of its directors are as heretofore set forth.

b. The purposes and objects of such consolidated corporation shall be:

1. To forward the work of the United Presbyterian Church in the United States of America, and

particularly the work of that Church in the City of New York, State of New York, including the building and development of new churches, the granting of support to churches in the Presbytery of New York City, and all matters pertaining to the Presbytery work of developing and extending the Church in said City and to the sustaining of existing and new churches therein;

2. In furtherance of the foregoing purpose, to aid and advise in planning, constructing, operating, maintaining, rehabilitating, altering, converting and improving churches and related facilities;

3. To acquire by gift or purchase, hold, sell, convey, assign, mortgage or lease any property, real or personal necessary or incident to the provision of churches and related facilities;

4. To borrow money and issue evidences of indebtedness in furtherance of any or all of the objects of its business; and to secure loans by mortgage, deed of trust, pledge or other lien;

5. To engage in any kind of activity necessary or incidental to the accomplishment of any one or more of the purposes of the Corporation;

6. To receive gifts, bequests and devises of money or other property and, in connection with the retention, investment, reinvestment and disposal thereof, to acquire by purchase, lease, exchange or otherwise, borrow, own, hold, control, manage, maintain, mortgage, pledge or otherwise

encumber, sell, exchange, convey, lease, lend or otherwise dispose of property of any nature, real, personal or mixed, including stocks, bonds and other evidences of indebtedness and securities of any nature; and, with respect to any and all such property, to exercise all the rights, powers and privileges of ownership;

7. To enter into, make, perform and carry out, or cancel and rescind, contracts of any nature which may be necessary or convenient for the accomplishment of the purposes of the Corporation or the exercise of its other powers.

8. In general, to have and to exercise all the powers conferred upon it by the laws of the State of New York now or hereafter in effect, and to do all such acts and things, and to engage in such activities, as are necessary, useful, suitable, desirable or proper to aid the purposes herein set forth and as are not forbidden by law or by its Certificate of Incorporation or by the By-Laws of the Corporation.

The corporation is not organized for pecuniary profit and no part of its income shall inure to the benefit of any member, director (however styled), or officer of the corporation or any other private individual, and no member, trustee, officer of the corporation or any private individual shall be entitled to share in the distribution of the corporate assets on the dissolution of the corporation, but upon dissolution any remaining assets will be used

solely for charitable purposes within the purview of Section 501(c)(3) of the Internal Revenue Code of 1954, subject to the approval of a Justice of the Supreme Court of the State of New York; reimbursement for expenditures or the payment of reasonable compensation for services rendered shall not be deemed to be a distribution of income or principal. No part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, or participating in, or intervening in (including the publishing or distributing of statements), any political campaign on behalf of any candidate for public office.

The corporation shall have the power to appoint, from time to time, individual or corporate trustees of any or all of its property, and confer on such trustees such of the powers, duties or obligations of the directors of the corporation in relation to the care, custody or management of its property as may be deemed advisable.

The corporation shall not engage in any transaction described or defined as a "prohibited transaction" by Section 503(c) of the Internal Revenue Code of 1954, as the same may be amended from time to time; nor shall the income of the corporation be unreasonably accumulated or invested in such a manner as to jeopardize the carrying out of the purposes of the corporation within the intentment of Section 504(a) of the Internal Revenue Code of 1954, as the

same may be amended from time to time.

c. The mode of effecting the terms and conditions of the consolidation is as follows: THE CHURCH EXTENSION BOARD OF THE PRESBYTERY OF BROOKLYN-NASSAU, INC. will transfer its assets to, after which its assets will be and become vested in, THE CHURCH EXTENSION COMMITTEE OF THE PRESBYTERY OF NEW YORK, to be known, as aforesaid, after the consolidation, as the PRESBYTERY OF NEW YORK CITY.

IN WITNESS WHEREOF, we have made and subscribed this certificate this 15th day of July, 1963.

John O. Mellin
President of THE CHURCH EXTENSION COMMITTEE OF THE PRESBYTERY OF NEW YORK

John M. Deason
President of THE CHURCH EXTENSION BOARD OF THE PRESBYTERY OF BROOKLYN-NASSAU, INC.

Graydon E. McClellan
Secretary of THE CHURCH EXTENSION COMMITTEE OF THE PRESBYTERY OF NEW YORK

Armand P. Terpening
Secretary of THE CHURCH EXTENSION BOARD OF THE PRESBYTERY OF BROOKLYN-NASSAU, INC.

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

On the 15th day of July, 1963 before me personally came John M. Deason and Armand P. Terpening, to me known and known to be the persons described in and who executed the foregoing Certificate of Consolidation, and they thereupon severally duly acknowledged to me that they executed the same.

Walter A. McDougal
WALTER A. McDOUGAL
NOTARY PUBLIC, STATE OF NEW YORK
No. 19-2613850
Qualified in Nassau County
Term Expires March 30, 1965

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

On the 6th day of ~~July~~ ^{August}, 1963 before me personally came John O. Mellin and Graydon E. McClellan, to me known and known to be the persons described in and who executed the foregoing Certificate of Consolidation, and they thereupon severally duly acknowledged to me that they executed the same.

Walter J. Handelman
WALTER J. HANDELMAN
Notary Public, State of New York
No. 60-1857550
Qualified in Westchester County
Term Expires March 30, 1965

solely for charitable purposes within the purview of Section 501(c)(3) of the Internal Revenue Code of 1954, subject to the approval of a Justice of the Supreme Court of the State of New York; reimbursement for expenditures or the payment of reasonable compensation for services rendered shall not be deemed to be a distribution of income or principal. No part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, or participating in, or intervening in (including the publishing or distributing of statements), any political campaign on behalf of any candidate for public office.

The corporation shall have the power to appoint, from time to time, individual or corporate trustees of any or all of its property, and confer on such trustees such of the powers, duties or obligations of the directors of the corporation in relation to the care, custody or management of its property as may be deemed advisable.

The corporation shall not engage in any transaction described or defined as a "prohibited transaction" by Section 503(c) of the Internal Revenue Code of 1954, as the same may be amended from time to time; nor shall the income of the corporation be unreasonably accumulated or invested in such a manner as to jeopardize the carrying out of the purposes of the corporation within the intendment of Section 504(a) of the Internal Revenue Code of 1954, as the

same may be amended from time to time.

c. The mode of effecting the terms and conditions of the consolidation is as follows: THE CHURCH EXTENSION BOARD OF THE PRESBYTERY OF BROOKLYN-NASSAU, INC. will transfer its assets to, after which its assets will be and become vested in, THE CHURCH EXTENSION COMMITTEE OF THE PRESBYTERY OF NEW YORK, to be known, as aforesaid, after the consolidation, as the PRESBYTERY OF NEW YORK CITY.

IN WITNESS WHEREOF, we have made and subscribed this certificate this 15th day of July, 1963.

John O. Mellin
President of THE CHURCH EXTENSION COMMITTEE OF THE PRESBYTERY OF NEW YORK

John M. Deason
President of THE CHURCH EXTENSION BOARD OF THE PRESBYTERY OF BROOKLYN-NASSAU, INC.

Graydon E. McClellan
Secretary of THE CHURCH EXTENSION COMMITTEE OF THE PRESBYTERY OF NEW YORK

Armand P. Terpening
Secretary of THE CHURCH EXTENSION BOARD OF THE PRESBYTERY OF BROOKLYN-NASSAU, INC.

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

On the 15th day of July, 1963 before me personally came John M. Deason and Armand P. Terpening, to me known and known to be the persons described in and who executed the foregoing Certificate of Consolidation, and they thereupon severally duly acknowledged to me that they executed the same.

Walter A. McDougal
WALTER A. McDOUGAL
NOTARY PUBLIC, STATE OF NEW YORK
No. 10-7613850
Qualified in Nassau County
Term Expires March 30, 1965

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


On the 6th day of ~~July~~ ^{August}, 1963 before me personally came John O. Mellin and Graydon E. McClellan, to me known and known to be the persons described in and who executed the foregoing Certificate of Consolidation, and they thereupon severally duly acknowledged to me that they executed the same.

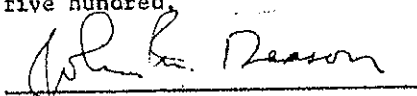
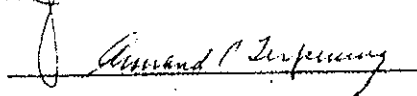
Walter J. Handelman
WALTER J. HANDELMAN
Notary Public, State of New York
No. 80-1057550
Qualified in Westchester County
Term Expires March 30, 1965

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

JOHN M. DEASON and ARMAND P. TERPENING, each being duly sworn, depose and say, and each for himself deposes and says, that he, John M. Deason, is the President, and he, Armand P. Terpening, is the Secretary, of THE CHURCH EXTENSION BOARD OF THE PRESBYTERY OF BROOKLYN-NASSAU, INC., one of the corporations described in and which executed the foregoing certificate of consolidation; that they were duly authorized to execute and file such certificate of consolidation by the votes, cast in person or by proxy, of two-thirds of the members of said corporation entitled to vote on such consolidation, at a meeting of such members held at Hempstead, Nassau County, New York, on the 27th day of November, 1962, upon notice prescribed by Section 43 of the Membership Corporations Law served upon each member of the corporation entitled to vote at such meeting, and that the membership of the corporation is less than five hundred.

SWORN TO BEFORE ME, this
15th day of July, 1963

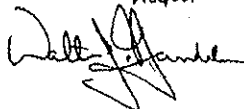

WALTER J. HANDELMAN
Notary Public, State of New York
No. 30-2013639
Qualified in Nassau County
Term Expires March 30, 1965


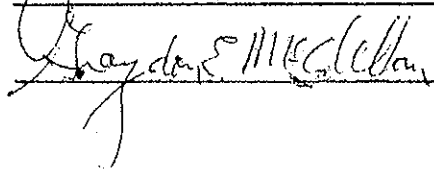



STATE OF NEW YORK) ss.:
COUNTY OF NEW YORK)

JOHN O. MELLIN and GRAYDON E. McCLELLAN, each being duly sworn, depose and say, and each for himself deposes and says, that he, John O. Mellin, is the President, and he, Graydon E. McClellan, is the Secretary, of THE CHURCH EXTENSION COMMITTEE OF THE PRESBYTERY OF NEW YORK, one of the corporations described in and which executed the foregoing certificate of consolidation; that they were duly authorized to execute and file such certificate of consolidation by the votes, cast in person or by proxy, of two-thirds of the members of said corporation entitled to vote on such consolidation, at a meeting of such members held at 7 West 11th Street, New York City, on the 17th day of December, 1962, upon notice prescribed by Section 43 of the Membership Corporations Law served upon each member of the corporation entitled to vote at such meeting, and that the membership of the corporation is less than five hundred.

SWORN TO BEFORE ME, this
6th day of ~~July~~ August, 1963


WALTER J. HANDELMAN
Notary Public, State of New York
No. 60-1657560
Qualified in Westchester County
Term Expires March 30, 1965

At a Special Term, Part II
of the Supreme Court of the State
of New York, held in and for the
County of New York, at the Court-
house thereof, Pearl and Centre
Streets, Borough of Manhattan,
on the 14 day of August
1963.

PRESENT:

HONORABLE

ARTHUR G. KLEIN
JUSTICE

----- X

In the Matter of the Application of :

THE CHURCH EXTENSION COMMITTEE OF THE :
PRESBYTERY OF NEW YORK and THE CHURCH :
EXTENSION BOARD OF THE PRESBYTERY :
OF BROOKLYN-NASSAU, INC. :

File No. 12917/1963

for an order approving their Agreement :
of Consolidation and authorizing the :
filing of the Certificate of Consoli- :
dation, pursuant to Article 7 of the :
Membership Corporations Law :

ORDER

----- X

ON reading and filing the annexed Petition of
THE CHURCH EXTENSION COMMITTEE OF THE PRESBYTERY OF NEW
YORK and THE CHURCH EXTENSION BOARD OF THE PRESBYTERY OF
BROOKLYN-NASSAU, INC., dated the 15th day of July, 1963
and verified by THE CHURCH EXTENSION COMMITTEE OF THE
PRESBYTERY OF NEW YORK, on the 6th day of August, 1963,
and by THE CHURCH EXTENSION BOARD OF THE PRESBYTERY OF
BROOKLYN-NASSAU, INC. on the 15th day of July, 1963,
wherein it appears to the satisfaction of the Court that
the said THE CHURCH EXTENSION COMMITTEE OF THE PRESBYTERY
OF NEW YORK is a New York membership corporation, whose

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assets are held for charitable, religious, eleemosynary, benevolent, educational or similar uses, purposes and trusts, and that the said THE CHURCH EXTENSION BOARD OF THE PRESBYTERY OF BROOKLYN-NASSAU, INC. is a New York membership corporation, whose assets are held for like uses, purposes and trusts; and the exhibits attached thereto, including the Agreement for Consolidation of said corporations, dated November 24, 1962, a copy of the proposed Certificate of Consolidation of the corporations executed the 15th day of July, 1963 and acknowledged by the said THE CHURCH EXTENSION COMMITTEE OF THE PRESBYTERY OF NEW YORK on the 6th day of August, 1963 and by the said THE CHURCH EXTENSION BOARD OF THE PRESBYTERY OF BROOKLYN-NASSAU, INC. on the 15th day of July, 1963, and the financial statements with respect to each corporation, and no votes having been cast by members of either corporation against the adoption of the resolutions approving the Agreement for Consolidation,

AND the Attorney General having waived notice of this application and certified that he has no objection to the entry of this order,

AND the Court having given due consideration hereto, and it appearing to the satisfaction of the Court that the provisions of Section 52 of the Membership Corporations Law have been complied with, and that the interests of the constituent corporations and the public interests would not be adversely affected by the consolidation of

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the petitioning corporations,

NOW, on motion of EDWARD HANDELMAN, ESQ.,
attorney for the petitioners, it is hereby

ORDERED, that the agreement dated November 24,
1962 for the consolidation of THE CHURCH EXTENSION
COMMITTEE OF THE PRESBYTERY OF NEW YORK and THE CHURCH
EXTENSION BOARD OF THE PRESBYTERY OF BROOKLYN-MASSAU, INC.
into THE CHURCH EXTENSION COMMITTEE OF THE PRESBYTERY OF
NEW YORK, under the name of the PRESBYTERY OF NEW YORK CITY,
annexed to the petition, be, and it hereby is, approved,
and it is further

ORDERED, that the said corporations be, and
they hereby are, authorized to file with the Secretary of
State of the State of New York the Certificate of Consoli-
dation executed by them the 15th day of July, 1963 and
acknowledged as aforesaid, in the form annexed to the
petition, and it is further

ORDERED, that upon the filing of the said Cer-
tificate of Consolidation together with a certified copy of
this order as required by law, all the assets of THE CHURCH
EXTENSION BOARD OF THE PRESBYTERY OF BROOKLYN-MASSAU, INC.
held for charitable, religious, eleemosynary, educational
or similar use, purpose or trust shall thereby be trans-
ferred and conveyed to the PRESBYTERY OF NEW YORK CITY,
subject to such use, purpose or trust, and it is further

ORDERED, that the consolidation of the corpora-
tions shall have the effect provided by Section 53 of the

10

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Page 371.80

Membership Corporations Law of the State of New York.

ENTER

A. G. K.

J. S. C.

The Attorney General of the State of New York hereby certifies that he has no objection to the entry of the foregoing order and hereby waives notice of the application therefor, and notice of settlement thereof, and any hearing herein.

LOUIS J. LEFKOWITZ
Attorney General
State of New York

JULIUS GREENFIELD
By JULIUS GREENFIELD
Assistant Attorney General
State of New York

Dated: August 14 1963.

FILED

AUG 14 1963

NEW YORK

COUNTY CLERK'S OFFICE

STATE OF NEW YORK COUNTY OF NEW YORK I BE:
I, JAMES MC GURRIN, COUNTY CLERK AND CLERK OF THE SUPREME COURT, NEW YORK COUNTY,
DO HEREBY CERTIFY THAT I HAVE COMPARED THIS COPY WITH THE ORIGINAL.
FILED IN MY OFFICE ON Aug 14 1963 AND THAT THE SAME IS A
CORRECT TRANSCRIPT THEREOF AND OF THE WHOLE OF SUCH ORIGINAL.
IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED MY OFFICIAL SEAL.
AUG 15 1963
COUNTY CLERK AND CLERK OF THE SUPREME COURT, NEW YORK COUNTY.
FACSIMILE SIGNATURE VALID PURSUANT TO SECTION 200, COUNTY LAW.

NO. 65224

#11

CERTIFICATE OF CONSOLIDATION

of

THE CHURCH EXTENSION COMMITTEE OF
THE PRESBYTERY OF NEW YORK

and

THE CHURCH EXTENSION BOARD OF THE
PRESBYTERY OF BROOKLYN-NASSAU, INC.

into

THE CHURCH EXTENSION COMMITTEE
OF THE PRESBYTERY OF NEW YORK

under the name of

PRESBYTERY OF NEW YORK CITY

Pursuant to
Section Fifty of the
Membership Corporations Law
of the State of New York

STATE OF NEW YORK
DEPARTMENT OF STATE
FILED OCT - 21 1963

TAX RECEIVED
FILING FEE \$ 38

John P. Conway
Secretary of State

EDWARD HANDELMAN
TWO BROADWAY
NEW YORK 4, N. Y.

399315

11/6/69 346-82
NYC

6/20/74 1334-71

now as 10/1

12

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 September 26, 2014.

Anthony Giardina

Anthony Giardina
Executive Deputy Secretary of State

At a Special Term, Part I
of the Supreme Court of the
State of New York, held in and
for the County of New York, at
the Courthouse thereof, Pearl
and Centre Streets, Borough of
Manhattan, on the 12 day of
MARCH 1965

P R E S E N T :

HONORABLE CHARLES A. LOGGTO

Justice

----- X

In the Matter of the Application of
PRESBYTERY OF NEW YORK CITY and THE
TRUSTEES OF THE PRESBYTERY OF NEW YORK

File No.
3541/1965

for an order approving their Agreement
for Consolidation and authorizing the
filing of the Certificate of Consoli-
dation pursuant to Article 7 of the
Membership Corporations Law.

ORDER
187290

----- X

ON reading and filing the annexed Petition of
PRESBYTERY OF NEW YORK CITY and THE TRUSTEES OF THE PRESBYTERY
OF NEW YORK, dated the 1st day of December, 1964 and verified
by PRESBYTERY OF NEW YORK CITY on the 21st day of December,
1964, and by THE TRUSTEES OF THE PRESBYTERY OF NEW YORK on
the 1st day of December, 1964, wherein it appears to the
satisfaction of the Court that the said PRESBYTERY OF NEW
YORK CITY is a New York membership corporation, whose assets
are held for charitable, religious, eleemosynary, benevolent,
educational or similar uses, purposes and trusts, and that
the said THE TRUSTEES OF THE PRESBYTERY OF NEW YORK is a New
York membership corporation, whose assets are held for like
uses, purposes and trusts; and the exhibits attached thereto
including the Agreement for Consolidation of said corporations,
dated December 1, 1964, a copy of the proposed Certificate

of Consolidation of the corporations dated the 1st day of December, 1964 and acknowledged by the said PRESBYTERY OF NEW YORK CITY on the 21st day of December, 1964, and by the said THE TRUSTEES OF THE PRESBYTERY OF NEW YORK on the 1st day of December, 1964, and the financial statements with respect to each corporation, and no votes having been cast by members of either corporation against the adoption of the resolutions approving the Agreement for Consolidation,

AND the Attorney General having waived notice of this application and certified that he has no objection to the entry of this order,

AND the Court having given due consideration hereto, and it appearing to the satisfaction of the Court that the provisions of Section 52 of the Membership Corporations Law have been complied with, and that the interests of the constituent corporations and the public interests would not be adversely affected by the consolidation of the petitioning corporations,

NOW, on motion of EDWARD HANDELMAN, ESQ., attorney for the petitioners, it is hereby

ORDERED, that the agreement dated December 1, 1964 for the consolidation of PRESBYTERY OF NEW YORK CITY and THE TRUSTEES OF THE PRESBYTERY OF NEW YORK into PRESBYTERY OF NEW YORK CITY, under the name of PRESBYTERY OF NEW YORK CITY, annexed to the petition, be, and it hereby is, approved, and it is further

ORDERED, that the said corporations be, and they hereby are, authorized to file with the Secretary of State of the State of New York the Certificate of Consolidation dated the 1st day of December, 1964 and acknowledged as

...of consolidation of the corporations herein referred to

aforesaid, in the form annexed to the petition, and it is further

ORDERED, that upon the filing of the said Certificate of Consolidation together with a certified copy of this order as required by law, all the assets of THE TRUSTEES OF THE PRESBYTERY OF NEW YORK held for charitable, religious, eleemosynary, educational or similar use, purpose or trust shall thereby be transferred and conveyed to PRESBYTERY OF NEW YORK CITY, subject to such use, purpose or trust, and it is further

ORDERED, that the consolidation of the corporations shall have the effect provided by Section 53 of the Membership Corporations Law of the State of New York.

E N T E R

C. A. L.

J. S. C.

The Attorney General of the State of New York hereby certifies that he has no objection to the entry of the foregoing order and hereby waives notice of the application therefor, and notice of settlement thereof, and any hearing herein.

Dated: March 9, 1965

LOUIS J. LEFKOWITZ,
Attorney General, State of New York

By P. Hoopes Comerio

P. Hoopes Comerio
Assistant Attorney General

STATE OF NEW YORK COUNTY OF NEW YORK) ss.
JAMES MC GURRIN, COUNTY CLERK AND CLERK OF THE SUPREME COURT NEW YORK)
DO HEREBY CERTIFY THAT I HAVE COMPARED THIS COPY WITH THE ORIGINAL)
FILED IN MY OFFICE ON March 12, 1965 AND THAT THE SAME IS)
CORRECT IN ALL RESPECTS AND OF THE WHOLE OF EACH ORIGINAL)
IN WITNESS WHEREOF, I HAVE SUBSCRIBED MY NAME AND AFFIXED MY OFFICIAL SEAL)
MAR 15 1965)
COUNTY CLERK AND CLERK OF THE SUPREME COURT NEW YORK COUNTY)
OFFICE BUILDING 100 WALL STREET NEW YORK CITY)

031576

STOCKS TO THE LOCAL CHURCHES TO THE DESTRUCTION OF THE

CERTIFICATE OF CONSOLIDATION

of

PRESBYTERY OF NEW YORK CITY

and

THE TRUSTEES OF THE PRESBYTERY OF NEW YORK

into

PRESBYTERY OF NEW YORK CITY

Pursuant to
Section Fifty of the
Membership Corporations Law
of the State of New York

WE, EDGERTON G. NORTH, GRAYDON E. McCLELLAN,
GERALD J. HUENINK, and WILLIAM B. McALPIN, the undersigned,
being respectively the President and Secretary of PRESBYTERY
OF NEW YORK CITY and the President and Secretary of THE
TRUSTEES OF THE PRESBYTERY OF NEW YORK, do certify:

FIRST: The corporations to be included in
this consolidation are:

PRESBYTERY OF NEW YORK CITY, incorporated
under the Membership Corporations Law of the State of New
York, whose certificate of incorporation was filed in the
office of the Secretary of State on November 8, 1899, under
the name of "The Church Extension Committee of the Presby-
tery of New York", and whose name became PRESBYTERY OF NEW
YORK CITY upon the completion of its consolidation with
The Church Extension Board of the Presbytery of Brooklyn-

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Nassau, Inc. by the filing of a Certificate of Consolidation in the office of the Secretary of State on October 2, 1963; and

THE TRUSTEES OF THE PRESBYTERY OF NEW YORK, incorporated under a special act of the legislature passed on March 30, 1867 as Chapter 206 of the Laws of 1867.

SECOND: The name of the consolidated corporation shall be

PRESBYTERY OF NEW YORK CITY.

THIRD: The territory in which its operations are to be principally conducted is the Counties of New York, Bronx, Kings, Queens and Richmond in the City of New York.

FOURTH: The office of the corporation shall be located in the Borough of Manhattan in the City, County and State of New York.

FIFTH: The number of its directors shall be not less than eighteen (18) nor more than thirty-three (33)

SIXTH: The consolidated corporation is to be one of the constituent corporations, to wit: PRESBYTERY OF NEW YORK CITY, and not a new corporation.

SEVENTH: The terms and conditions of the consolidation are as follows:

a. The name of the consolidated corporation, the territory in which it is to operate, the office of the consolidated corporation and the number of its directors are as heretofore set forth.

b. The purposes and objects of such

consolidated corporation shall continue to be the purposes and objects of PRESBYTERY OF NEW YORK CITY, to wit:

1. To forward the work of the United Presbyterian Church in the United States of America, and particularly the work of that Church in the City of New York, State of New York, including the building and development of new churches, the granting of support to churches in the Presbytery of New York City, and all matters pertaining to the Presbytery work of developing and extending the Church in said City and to the sustaining of existing and new churches therein;

2. In furtherance of the foregoing purpose, to aid and advise in planning, constructing, operating, maintaining, rehabilitating, altering, converting and improving churches and related facilities;

3. To acquire by gift or purchase, hold, sell, convey, assign, mortgage or lease any property, real or personal, necessary or incident to the provision of churches and related facilities;

4. To borrow money and issue evidences of indebtedness in furtherance of any or all of the objects of its business; and to secure loans by mortgage, deed of trust, pledge or other lien;

5. To engage in any kind of activity necessary or incidental to the accomplishment of any one or more of the purposes of the Corporation;

6. To receive gifts, bequests and devises of money or other property and, in connection with the retention, investment, reinvestment and disposal thereof,

to acquire by purchase, lease, exchange or otherwise, borrow, own, hold, control, manage, maintain, mortgage, pledge or otherwise, encumber, sell, exchange, convey, lease, lend or otherwise dispose of property of any nature, real, personal or mixed, including stocks, bonds and other evidences of indebtedness and securities of any nature; and, with respect to any and all such property, to exercise all the rights, powers and privileges of ownership;

7. To enter into, make, perform and carry out, or cancel and rescind, contracts of any nature which may be necessary or convenient for the accomplishment of the purposes of the Corporation or the exercise of its other powers.

8. In general, to have and to exercise all the powers conferred upon it by the laws of the State of New York now or hereafter in effect, and to do all such acts and things, and to engage in such activities, as are necessary, useful, suitable, desirable or proper to aid the purposes herein set forth and as are not forbidden by law or by this Certificate of Consolidation or by the By-Laws of the Corporation.

The corporation is not organized for pecuniary profit and no part of its income shall inure to the benefit of any member, director (however styled), or officer of the corporation or any other private individual, and no member, trustee, officer of the corporation or any private individual shall be entitled to share in the distribution of the corporate

assets on the dissolution of the corporation, but upon dissolution any remaining assets will be used solely for charitable purposes within the purview of Section 501 (c) (3) of the Internal Revenue Code of 1954, subject to the approval of a Justice of the Supreme Court of the State of New York; reimbursement for expenditures or the payment of reasonable compensation for services rendered shall not be deemed to be a distribution of income or principal. No part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, or participating in, or intervening in (including the publishing or distributing of statements), any political campaign on behalf of any candidate for public office.


The corporation shall have the power to appoint, from time to time, individual or corporate trustees of any or all of its property, and confer on such trustees such of the powers, duties or obligations of the directors of the corporation in relation to the care, custody or management of its property as may be deemed advisable.

The corporation shall not engage in any transaction described or defined as a "prohibited transaction" by Section 503(c) of the Internal Revenue Code of 1954, as the same may be amended from time to time; nor shall the income of the corporation be unreasonably accumulated or invested in such a manner as to jeopardize the carrying out of the purposes of the corporation within the

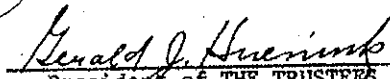
intendment of Section 504 (a) of the Internal Revenue Code of 1954, as the same may be amended from time to time.

c. The mode of effecting the terms and conditions of the consolidation is as follows: THE TRUSTEES OF THE PRESBYTERY OF NEW YORK will transfer its assets to, after which its assets will be and become vested in, PRESBYTERY OF NEW YORK CITY.

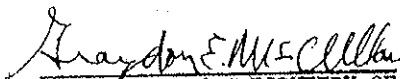
IN WITNESS WHEREOF, we have made and subscribed this certificate this 1st day of December, 1964.



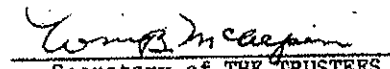
President of PRESBYTERY
NEW YORK CITY



President of THE TRUSTEES
OF THE PRESBYTERY OF
NEW YORK



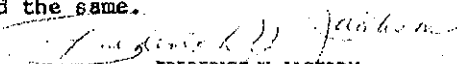
Secretary of PRESBYTERY OF
NEW YORK CITY



Secretary of THE TRUSTEES
OF THE PRESBYTERY OF
NEW YORK


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

On the 1/5th day of December, 1964 before me personally appeared EDGERTON G. NORTH and GRAYDON E. McCLELLAN, to me known and known to me to be the persons described in and who executed the foregoing Certificate of Consolidation, and they thereupon severally duly acknowledged to me that they executed the same.


FREDERICK W. JACKSON
NOTARY PUBLIC, State of New York
No. 112729
Qualified in Westchester County
Commission Expires March 15, 1965

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

On the 1/5th day of December, 1964 before me personally appeared GERALD J. HUENINK and WILLIAM B. McALPIN, to me known and known to me to be the persons described in and who executed the foregoing Certificate of Consolidation, and they thereupon severally duly acknowledged to me that they executed the same.


WALTER A. HANDELMAN
Notary Public, State of New York
No. 60-163766
Qualified in Westchester County
Term Expires March 15, 1965

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

EDGERTON G. NORTH and GRAYDON E. McCLELLAN, each being duly sworn, depose and say, and each for himself deposes and says, that he, EDGERTON G. NORTH, is the President and he, GRAYDON E. McCLELLAN, is the Secretary of PRESBYTERY OF NEW YORK CITY, one of the corporations described in and which executed the foregoing certificate of consolidation; that they were duly authorized to execute and file such certificate of consolidation by the votes, cast in person or by proxy, of two-thirds of the members of said corporation entitled to vote on such consolidation, at a meeting of such members held at ~~West 11th Street~~, New York City, on the 8th day of December, 1964, upon notice prescribed by Section 43 of the Membership Corporations Law served upon each member of the corporation entitled to vote at such meeting, and that the membership of the corporation is less than five hundred.

SWORN TO BEFORE ME, this
11th day of December, 1964

Fredrick W. Jackson
FREDERICK W. JACKSON
NOTARY PUBLIC, State of New York
No. 19601
Qualified in Westchester County
Commission Expires March 30, 1965

Edgerton G. North
Graydon E. McClellan

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

GERALD J. HUENINK and WILLIAM B. McALPIN, each being duly sworn, depose and say, and each for himself deposes and says, that he, GERALD J. HUENINK, is the President and he, WILLIAM B. McALPIN, is the Secretary of, THE TRUSTEES OF THE PRESBYTERY OF NEW YORK, one of the corporations described in and which executed the foregoing certificate of consolidation; that they were duly authorized to execute and file such certificate of consolidation by the votes, cast in person or by proxy, of two-thirds of the members of said corporation entitled to vote on such consolidation, at a meeting of such members held at 7 West 11th Street, New York City, on the 13th day of December, 1964, upon notice prescribed by Section 43 of the Membership Corporations Law served upon each member of the corporation entitled to vote at such meeting, and that the membership of the corporation is less than five hundred.

SWORN TO BEFORE ME, this
13th day of December, 1964.

Walter J. Handelman

WALTER J. HANDELMAN
Notary Public, State of New York
No. 00-1657588
Qualified in Westchester County
Term Expires March 06, 1965

Gerald J. Huenink
William B. McAlpin

Please state whether the within is a true copy

of duly entered herein in the office of the Clerk

of the County of New York, in the City and County of New York, on the 19th day of March, 1965.

EDWARD HANDELMAN

Office and Post Office Address

20-Broad Street
New York 7, N.Y.

Attorney for

Please take notice that the within

is presented for settlement and signature herein

at the Judges of the within named Court, at

Borough of Manhattan, New York, on the 19th day of March, 1965.

David, N.Y.

EDWARD HANDELMAN

Office and Post Office Address

20-Broad Street
New York 7, N.Y.

Attorney for

Index No. 3541 Nov 19 65

SUPREME COURT : NEW YORK COUNTY

In the Matter of the Application
of PRESBYTERY OF NEW YORK CITY
and THE TRUSTEES OF THE PRESBY-
TERY OF NEW YORK for an order
approving their Agreement for
Consolidation and authorizing
the filing of the Certificate
of Consolidation pursuant to
Article 7 of the Membership
Corporations Law.

CERTIFIED COPY OF ORDER

CERTIFICATE OF CONSOLIDATION

EDWARD HANDELMAN

Office and Post Office Address
20-Broad Street
New York 7, N.Y.

Attorney for

To

Attorney for

Due and timely service of a copy of the within
is hereby attested.

David, N.Y.

Attorney for

*The Church Extension Committee of the
Presbytery of New York City
1116 58 99
10/2/63
349-80*

CL REC 2/1/65

ALBANY, N.Y.

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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 September 26, 2014.



Anthony Giardina

Anthony Giardina
Executive Deputy Secretary of State

A649530

CERTIFICATE OF MERGER
of
PRESBYTERY OF NEW YORK CITY
and
PRESBYTERIAN PROGRESS FOUNDATION OF NEW YORK
and
URBAN SEED FUND, INC.
into
PRESBYTERY OF NEW YORK CITY

Under Section 904 of the
Not-for-Profit Corporation Law

WALTER J. MANDELMAN

WE, the undersigned, being respectively the President and Secretary of PRESBYTERY OF NEW YORK CITY, the President and Secretary of PRESBYTERIAN PROGRESS FOUNDATION OF NEW YORK, and the President and Secretary of URBAN SEED FUND, INC., do hereby certify:

FIRST: The names of the constituent corporations to the merger are as follows:

Presbytery of New York City
Presbyterian Progress Foundation of New York
Urban Seed Fund, Inc.

SECOND: The name of the surviving corporation is:

PRESBYTERY OF NEW YORK CITY

THIRD: Each of the constituent corporations is, and the surviving corporation will continue to be, a New York Not-for-profit Corporation, Type B.

FOURTH: None of the constituent corporations has any authorized or issued membership certificates, capital certificates or subvention certificates, and the surviving corporation shall have no such certificates.

FIFTH: The effective date of the merger is the date on which this Certificate of Merger is filed in the office of the Secretary of State of the State of New York.

SIXTH: The Plan of Merger may be abandoned at any time before the filing of this Certificate of Merger with the Secretary of State of the State of New York by the affirmative action taken by the Board of Directors of any of the constituent corporations upon resolutions duly adopted at a meeting of that Board of Directors duly called for that specific purpose.

SEVENTH: The territory in which the activities of the surviving corporation are to be principally conducted is the Counties of New York, Bronx, Kings, Queens and Richmond, in the City of New York, State of New York.

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EIGHTH: The principal office of the surviving corporation shall be located in the Borough of Manhattan, in the City, County and State of New York.

NINTH: The number of directors of the surviving corporation shall be not less than eighteen (18) nor more than thirty-three (33).

TENTH: The purposes and objects of the surviving corporation shall be the combined purposes and objects of the constituent corporations, to wit:

1. To forward the work of the United Presbyterian Church in the United States of America, and particularly the work of that Church in the City of New York, State of New York, including the building and development of new churches, the granting of support to churches in the Presbytery of New York City, and all matters pertaining to the Presbytery work of developing and extending the Church in said City, and to that end to give voluntary aid, support and assistance, by gift, counsel or otherwise to the sustaining of existing and new churches therein, to the several Presbyterian churches now or hereafter maintained within the limits of the City of New York, and to such other churches without the City of New York as may be under the jurisdiction of the General Assembly of the United Presbyterian Church in the United States of America, its successor or successors; to the Presbytery of New York City and such other presbyteries as may be

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under the jurisdiction of said General Assembly, its successor or successors; and to such religious, charitable or educational corporations, trusts, associations and agencies as may be affiliated with or supported in whole or in part by said General Assembly, its successor or successors, or with or by any one or more of such churches or presbyteries; and, to the same end, to study, and to bring before the residents of the City of New York and of other communities, the needs of the United Presbyterian Church in the United States of America, and of such churches, presbyteries, corporations, trusts, associations and agencies, and to solicit testamentary and other gifts to the Corporation for the accomplishment of its purposes;

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2. In furtherance of the foregoing purposes, to aid and advise in planning, constructing, operating, maintaining, rehabilitating, altering, converting and improving churches and related facilities;

3. To acquire by gift, bequest, devise or purchase, and to hold, sell, convey, assign, mortgage or lease any property, real or personal, necessary or incident to the provision of churches and related facilities and to the accomplishment of the purposes of the Corporation and, in connection with the retention, investment, reinvestment and disposal thereof, to acquire by purchase, lease, exchange or otherwise, borrow, own, hold, control, manage, maintain, mortgage, pledge or otherwise encumber, sell, exchange, convey, lease, lend or otherwise dispose of property of any nature, real, personal or mixed, includ-

ing stocks, bonds and other evidences of indebtedness and securities of any nature; and, with respect to any and all such property, to exercise all the rights, powers and privileges of ownership;

4. To enter into, make, perform and carry out, or cancel and rescind, contracts of any nature which may be necessary or convenient for the accomplishment of the purposes of the Corporation or the exercise of its other powers;

5. To have offices and promote and carry on its objects and purposes within or anywhere without the State of New York.

6. To borrow money and issue evidences of indebtedness in furtherance of any of its objects and purposes, and to secure such loans by mortgage, deed of trust, hypothecation, pledge or other lien;

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7. In general, to have and to exercise all the privileges and powers conferred upon it by the laws of the State of New York now or hereafter in effect, and to do all such acts and things, and to engage in such activities, as are necessary, useful, suitable, desirable or proper to aid the purposes herein set forth as are not forbidden by law or by this Certificate of Merger or by the By-Laws of the Corporation.

The Corporation is organized and shall be operated exclusively for the aforesaid charitable and religious purposes. It is not organized for pecuniary profit, and no part of its income shall inure to the benefit of any member, director (how-

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ever styled), or officer of the Corporation or any other private individual, and no member, trustee, officer of the Corporation or any private individual shall be entitled to share in the distribution of the corporate assets on the dissolution of the Corporation, but upon dissolution any remaining assets will be used solely for charitable purposes within the purview of Section 501(c)(3) of the Internal Revenue Code of 1954, as the same may be in effect from time to time, subject to the approval of a Justice of the Supreme Court of the State of New York; reimbursement for expenditures or the payment of reasonable compensation for services rendered shall not be deemed to be a distribution of income or principal. No part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, or participating in, or intervening in (including the publishing or distributing of statements), any political campaign on behalf of any candidate for public office.

The Corporation shall have the power to appoint, from time to time, individual or corporate trustees of any or all of its property, and confer on such trustee such of the powers, duties or obligations of the directors of the Corporation in relation to the care, custody or management of its property as may be deemed advisable.

The Corporation shall not engage in any transaction described or defined as a "prohibited transaction" by Section 503(c) of the Internal Revenue Code of 1954, as the same may be amended from time to time; nor shall the income of the corporation be unreasonably accumulated or invested in such a manner as to jeopardize the carrying out of the purposes of the corporation within the intendment of Section 504(a) of the Internal Revenue Code of 1954, as the same may be amended from time to time.

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ELEVENTH: The constituent corporation, Presbytery of New York City, was originally incorporated on November 6, 1899 under the name "The Church Extension Committee of the Presbytery of New York", pursuant to an Act of the Legislature enacted on May 8, 1885. On October 2, 1963, a corporation known as "The Church Extension Board of the Presbytery of Brooklyn-Nassau, Inc." was consolidated into this constituent corporation pursuant to the provisions of the Membership Corporations Law, and the name of the consolidated surviving corporation was changed to "Presbytery of New York City". On March 18, 1965, a corporation known as "The Trustees of the Presbytery of New York" was consolidated into this constituent corporation pursuant to the provisions of the Membership Corporations Law.

TWELFTH: The Certificate of Incorporation of the constituent corporation, Presbyterian Progress Foundation of New York, was filed in the office of the Secretary of State of the State of New York on December 20, 1937 under the name "NEW YORK PRESBYTERIAN FOUNDATION, inc."

THIRTEENTH: The Certificate of Incorporation of the constituent corporation, Urban Seed Fund, Inc., was filed in the office of the Secretary of State of the State of New York on June 16, 1972.

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FOURTEENTH: The merger of the constituent corporations into Presbytery of New York City was authorized at meetings of the members of the constituent corporations held on November 10, 1979, pursuant to notice, by a vote of two-thirds of all members of each of the constituent corporations entitled to vote thereon, each of the constituent corporations having only one class of members.


FIFTEENTH: The Plan of Merger has not been abandoned.

SIXTEENTH: The post office address to which the Secretary of State shall mail a copy of process against the corporation

served upon him, or of any notice required by law, is:

7 West 11th Street, New York, New York 10011

IN WITNESS WHEREOF, we have made and subscribed this certificate this ^{13th} day of November, 1979.




President of PRESBYTERY OF
NEW YORK CITY




Secretary of PRESBYTERY OF NEW
YORK CITY

WALTER J. HANDELMAN



President of PRESBYTERIAN
PROGRESS FOUNDATION OF
NEW YORK



Secretary of PRESBYTERIAN
PROGRESS FOUNDATION OF
NEW YORK



President of URBAN SEED FUND,
INC.



Secretary of URBAN SEED FUND, INC.

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

DAVID F. SCHULT and HARRY P. PHILLIPS, JR., each being duly sworn, depose and say, and each for himself deposes and says that he, David F. Schult, is the President and he, Harry P. Phillips, Jr., is the Secretary of PRESBYTERY OF NEW YORK CITY, one of the corporations described in and which executed the foregoing certificate of merger; that each of them has read and knows the contents thereof, and that the same is true to the personal knowledge of each of them, except as to matters stated to be on information and belief, and that as to such matters each of them believes it to be true; that they were duly authorized to execute and file such certificate of merger by the votes, cast in person or by proxy, of two-thirds of the members of said corporation entitled to vote on such merger at a meeting of such members held at West-Park Presbyterian Church, 165 West 86th Street, New York City, on the 10th day of November, 1979, upon notice prescribed by Section 903 of the Not-for-Profit Corporation Law served upon each member of the corporation entitled to vote at such meeting.

WALTER J. HANDELMAN

David F. Schult

David F. Schult

Harry P. Phillips, Jr.

Harry P. Phillips, Jr.

SWORN TO BEFORE ME, this
13th day of November, 1979

M. Virginia Mead

W. VIRGINIA MEAD
Notary Public, State of New York
No. 31,463,2502
Qualified in New York County
Commission Expires March 30, 1981

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

FLOYD N. PATTERSON and HARRY P. PHILLIPS, JR., each being duly sworn, depose and say, and each for himself deposes and says that he, Floyd N. Patterson, is the President and he, Harry P. Phillips, Jr., is the Secretary of PRESBYTERIAN PROGRESS FOUNDATION OF NEW YORK, one of the corporations described in and which executed the foregoing certificate of merger; that each of them has read and knows the contents thereof, and that the same is true to the personal knowledge of each of them, except as to matters stated to be on information and belief, and that as to such matters each of them believes it to be true; that they were duly authorized to execute and file such certificate of merger by the votes, cast in person or by proxy, of two-thirds of the members of said corporation entitled to vote on such merger at a meeting of such members held at West-Park Presbyterian Church, 165 West 86th Street, New York City, on the 10th day of November, 1979, upon notice prescribed by Section 903 of the Not-for-Profit Corporation Law served upon each member of the corporation entitled to vote at such meeting.

WALTER J. HANDELMAN

Floyd N. Patterson

 Floyd N. Patterson

Harry P. Phillips, Jr.

 Harry P. Phillips, Jr.

SWORN TO BEFORE ME, this
 13th day of November, 1979

M. Virginia Mead

M. VIRGINIA MEAD
 Notary Public, State of New York
 No. 014612592
 Qualified in New York County
 Commission Expires March 30, 1981

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

FLOYD N. PATTERSON and HARRY P. PHILLIPS, JR., each being duly sworn, depose and say, and each for himself deposes and says that he, Floyd N. Patterson, is the President and he, Harry P. Phillips, Jr., is the Secretary of URBAN SEED FUND, INC., one of the corporations described in and which executed the foregoing certificate of merger; that each of them has read and knows the contents thereof, and that the same is true to the personal knowledge of each of them, except as to matters stated to be on information and belief, and that as to such matters each of them believes it to be true; that they were duly authorized to execute and file such certificate of merger by the votes, cast in person or by proxy, of two-thirds of the members of said corporation entitled to vote on such merger at a meeting of such members held at West-Park Presbyterian Church, 165 West 86th Street, New York City, on the 10th day of November, 1979, upon notice prescribed by Section 903 of the Not-for-Profit Corporation Law served upon each member of the corporation entitled to vote at such meeting.

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13th day of November, 1979

M. Virginia Mead

M. VIRGINIA MEAD
Notary Public, State of New York
No. 31-4692502
Qualified in New York County
Commission Expires March 30, 1981

sig
 THE GRAPES EXTENSION COMMITTEE OF THE PRESBYTERY OF N.Y.C.
 10/1/61 348-00
 NFP 714 Co. *no type nos. add*
 L-48270
 2) 8/14/61
 NY Co
 NFP. no type nos. add
 3859-50 12/20/37
 L 282707

CERTIFICATE OF MERGER

of
 1) PRESBYTERY OF NEW YORK CITY
 and
 PRESBYTERIAN PROGRESS FOUNDATION OF NEW YORK
 and
 2) URBAN SEED FUND, INC.
 into
 1) PRESBYTERY OF NEW YORK CITY

6/16/72
 946381-7
 NY Co
 NFP-Type B
 N/A
 not add 7/20/74 H
 NY Co.

Under Section 904 of the
 Not-for-Profit Corporation Law

A649530

STATE OF NEW YORK
 DEPARTMENT OF STATE
 REC MAR 5 - 1980
 AMT OF CHECK \$ 38
 FILING FEE \$ 30
 TAX \$ _____
 COPY \$ _____
 CHRT \$ _____
 RECEIVED \$ _____
 BY WJH

463624 NY
 Type B

WALTER J. HANDELMAN
 14 WALL STREET
 NEW YORK, N.Y. 10005