



YMCA OF MIDDLETOWN
YMCA OF SULLIVAN COUNTY
SOUTH ORANGE FAMILY YMCA
WWW.MIDDLETOWNYMCA.ORG

81 Highland Ave.
Middletown, NY 10940
(845) 344-9622

FOR YOUTH DEVELOPMENT
FOR HEALTHY LIVING
FOR SOCIAL RESPONSIBILITY

**County of Sullivan
\$22,000 Grant
A-7310-40-4013**

“B”

**Support of Sullivan County YMCA
Environmental Site**

YMCA of Middletown
Incorporation Documents

*The YMCA of Middletown is a community-based organization dedicated to putting
Judeo-Christian principles into
practice through programs that build spirit,
mind and body for all.*

“We build strong kids, strong families, strong communities”

ROLAND E. BUTTS
ATTORNEY & COUNSELLOR AT LAW
224 CHURCH STREET
POUGHKEEPSIE, NEW YORK 12601

LEGAL ASSISTANTS
LORI A. SCHULZE
JEANMARIE PAUL

(845) 471-4221
FAX (845) 471-4239

May 1, 2008

Linda M. Cellini
YMCA of Monticello and Middletown
39 Breakey Avenue
P.O. Box 947
Monticello, NY 12701

RE: Certificate of Incorporation

Dear Linda:

Enclosed please find certified copies of the following:

1. Certificate of Incorporation filed in the Office of the Secretary of State on June 1, 1883;
2. Certificate of Report of Existence filed in the Office of the Secretary of State on May 9, 1951; and
3. Certificate of Amendment of Certificate of Incorporation filed in the Office of the Secretary of State on February 21, 1997.

Also enclosed please find the invoice of CSC for obtaining these documents and overnighting them to my office. This invoice has been charged directly to my account. Please remit your payment directly to CSC.

If you have any questions, please feel free to contact me at your convenience.

Very truly yours,


Roland E. Butts

REB/reb
encls

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 29, 2008.



Paul LaPointe

Paul LaPointe
Special Deputy Secretary of State

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF**

970221000298

**YOUNG MENS CHRISTIAN ASSOCIATION
OF MIDDLETOWN, N.Y.**

(Under Section 803 of the Not-for-Profit Corporation Law)

The undersigned, being the president, does hereby certify pursuant to Section 803 of the Not-for-Profit Corporation Law, as follows:

1. The name of the Corporation is the Young Mens Christian Association of Middletown, N.Y..
2. The Certificate of Incorporation which is the subject of this Amendment was formed by legislative act and filed with the Secretary of New York State on June 1, 1883.
3. The paragraphs of the aforesaid Certificate of Incorporation which are affected by this Certificate of Amendment are as follows:
 - a. The name of the Corporation is amended to be the "Young Men's Christian Association of Middletown, N.Y."
 - b. That paragraph within the aforesaid Certificate of Incorporation defining the purpose of the Corporation shall be and hereby is amended to read in its entirety as follows:

"[t]he Undersigned Citizens of the United States and residents within the State of New York desire to associate ourselves together for benevolent, charitable, missionary and literary purposes; and for the purpose of mutual improvement in religious knowledge and for the furtherance of religious opinion, and for the mental, moral and spiritual

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improvement of men and women; and for the purpose of providing school age day care services. These day care services shall be provided at a school-age child care program providing child care before and after school only for children in the County of Orange for up to but not more than three hours in the morning and three hours in the afternoon of each day. However, nothing in the Corporation's Certificate of Incorporation shall authorize the Corporation to establish or operate day care centers as defined in Section 390 of the Social Services Law without obtaining prior approval of the New York State Department of Social Services."

- c. A new paragraph within the aforesaid Certificate of Incorporation is intended to read in its entirety as follows:

"[n]otwithstanding any other provisions of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(a)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law)".

4. The Secretary of State is hereby designated as an agent of the corporation upon whom process against it may be served. The address to which the Secretary of State shall mail a copy of such process is as follows: Middletown YMCA, 81 Highland Avenue, Middletown, New York 10940.

5. The manner in which this Amendment of the Certificate of Incorporation was authorized was by the affirmative vote of a majority of the members of the Corporation entitled to vote thereon at a special meeting of the members held on the 19th day of November, 1996. The affirmative special vote being at least equal to a quorum.

6. The Corporation is a Corporation as defined in Section 102(a)(5) of the Not-for-Profit Corporation Law; the Corporation is a Type B Corporation as defined under Section 201(b) of the Not-for-Profit Corporation Law.

7. No approvals or consents were endorsed on or annexed to the Certificate of Incorporation as defined in Section 102(a)(3) of the Not-for-Profit Corporation Law. The approvals of a Justice of the Supreme Court, and the Chairman of the National Board of the Young Men's Christian Association will be annexed to this Certificate of Amendment of the Certificate of Incorporation of the Young Mens Christian Association of Middletown, N.Y. prior to the delivery of this Certificate of Amendment to the Department of State of the State of New York for filing.

IN WITNESS WHEREOF, the undersigned have executed this Certificate this 19th day of November, 1996.

YOUNG MENS CHRISTIAN ASSOCIATION
OF MIDDLETOWN, N.Y.

By: William D. Morrison Pres.
William D. Morrison, President

By: Lynn Tartaglino
Lynn Tartaglino, Secretary

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

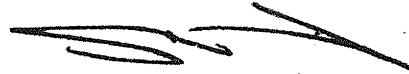
William D. Morrison, being duly sworn, deposes and says: I am the President of the Board of Directors of the Young Mens Christian Association of Middletown, N.Y., the corporation named and described in the foregoing Certificate of Amendment; I have read the foregoing Certificate of Amendment and know the contents thereof and the same are true to my own knowledge except those matters therein which are stated to be alleged upon

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information and belief, and as to those matters I believe it to be true.


WILLIAM D. MORRISON

Sworn to before me this 21st
day of November, 1996.



Notary Public
Sheld Fishman
Notary Public, State of New York
Orange County
No. 017422247
My Commission Expires
July 21, 98

corporatymcaaid.cer

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ROLAND E. BUTTS • ATTORNEY & COUNSELLOR AT LAW
313 MILL STREET • POUGHKEEPSIE, N.Y. 12601

CONSENT

I, DANIEL EMERSON, the Chairman of the National Board of Young Men's Christian Associations, do hereby approve the foregoing Certificate of Amendment of the Certificate of Incorporation of the Young Mens Christian Association of Middletown, N. Y., and consent that the same be filed.

Dated: October 30, 1996


DANIEL EMERSON

CONSENT

JOSEPH JUDICE
I, **SUPREME COURT JUSTICE**, a Justice of the Supreme Court of the State
of New York, Ninth Judicial District, do hereby approve the foregoing Certificate of
Amendment of the Certificate of Incorporation of the Young Mens Christian Association of
Middletown, N. Y., and consent that the same be filed.

Dated: Poughkeepsie, New York
November 20, 1996

December

Joseph Judice

JUSTICE OF THE SUPREME COURT

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NEW YORK STATE
DEPARTMENT OF SOCIAL SERVICES
40 NORTH PEARL STREET, ALBANY, NEW YORK 12243-0001



BRIAN J. WING
Acting Commissioner

October 18, 1996

Roland E. Butts, Esq.
313 Mill Street
Pughkeepsie, NY 12601

Re: Young Mens Christian Association
of Middletown, N.Y.

Dear Mr. Butts:

The proposed certificate of amendment to the certificate of incorporation of the above-captioned corporation which you submitted has been given careful consideration and I am of the opinion that an executed original certificate containing the same statement of purposes as those submitted would not require the approval of the New York State Department of Social Services under the provisions of the statutes. If otherwise in proper form, such an executed original certificate should be received for filing by the Secretary of State, provided that all other necessary approvals or waivers are attached.

The proposed wording of the purposes is set forth in your proposed amended certificate as follows:

"3. b. That paragraph within the aforesaid Certificate of Incorporation defining the purpose of the Corporation shall be and hereby is amended to read in its entirety as follows:

"[t]he Undersigned Citizens of the United States and residents within the State of New York desire to associate ourselves together for benevolent, charitable, missionary and literary purposes; and for the purpose of mutual improvement in religious knowledge and for the furtherance of religious opinion, and for the mental, moral and spiritual improvement of men and women; and for the purpose of providing school age day care services. These day care services shall be provided at a school-age child care program providing child care before and after school only for children in the County of Orange for up to but not more than three hours in the morning and three hours in the afternoon of each day. However, nothing in the Corporation's Certificate of Incorporation shall authorize the Corporation to establish or operate day care centers as defined in Section 390 of the Social Services Law without obtaining prior approval of the New York State Department of Social Services."


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AN EQUAL OPPORTUNITY/AFFIRMATIVE ACTION EMPLOYER

This letter is not to be construed as an approval by the State Department of Social Services, or any officer of the Department, but as a statement that the approval of the State Department of Social Services would not be required for a certificate of amendment of the certificate of incorporation containing the foregoing statement of purposes. When it is apparent on the face of a certificate that approval of the Department is not required under current statutory law, it has been the policy of the Department to indicate neither approval nor disapproval.

You may submit this letter along with the executed original certificate of amendment of the certificate of incorporation when you file the certificate with the Secretary of State.

If your organization intends to solicit contributions in this State, please contact the Charities Registration Section of the Department of State. That office will advise you whether or not the organization is required to register with the Secretary of State pursuant to Article 7-A of the Executive Law.

Very truly yours,


John Stupp
Assistant Deputy Counsel
Bureau of Services and
Community Development Law

JS/GAL:elm

Enclosure

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97022100298

STATE OF NEW YORK
DEPARTMENT OF STATE
FILED FEB 21 1997
TAXS
BY: ORANGE

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|---|--|--|--|
| <p align="center">CERTIFICATE OF AMENDMENT</p> | <p align="center">of Certificate of Incorporation of YOUNG MENS CHRISTIAN ASSOCIATION OF MIDDLETOWN, N.Y.</p> | | <p align="center">ROLAND E. BUTTS ATTORNEY & COUNSELLOR AT LAW 310 HILL STREET POUGHKEEPSIE, NEW YORK 12601</p> |
|---|--|--|--|

Asc

97022100317

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STATE OF NEW YORK
OFFICE OF THE ATTORNEY GENERAL

ANDREW M. CUOMO
ATTORNEY GENERAL

DIVISION OF SOCIAL JUSTICE
CHARITIES BUREAU

04/09/2008

MIDDLETOWN YOUNG MENS CHRISTIAN ASSOC
81 HIGHLAND AVE
MIDDLETOWN, NY 10940-5413

NOTICE OF COMPLETE FILING

Re: MIDDLETOWN YOUNG MENS CHRISTIAN ASSOC
NYS Reg. No.: 06-45-46
Filing ID: F200708140000360
Annual Filing for the year ended: 12/31/06

Dear Sir or Madam:

The Charities Bureau has received your organization's annual filing for the fiscal year noted above. The submission was complete.

If you have any questions about filing requirements, please consult the instructions for the Form CHAR500 available on the Charities Bureau website. Please download and review up-to-date forms and instructions each year before filing. Use the above NYS Reg. No. on all correspondence, filings, payments and other materials you submit to the Charities Bureau.

Very truly yours,
Charities Bureau, Registration Section

L200803310000321

Internal Revenue Service

Department of the Treasury

P. O. Box 2508
Cincinnati, OH 45201

Date: May 1, 2001

Middletown Young Mens Christian
Association
81 Highland Avenue
Middletown NY 10940 5413

Person to Contact:
Shawndea Krebs 31-02930
Customer Service Representative
Toll Free Telephone Number:
8:00 a.m. to 8:00 p.m. EST
877-829-5500
Fax Number:
513-263-3768
Federal Identification Number:
14-1340134
Accounting Period Ends:
December 31

Dear Sir or Madam:

This is in response to your request for a letter affirming your organization's exempt status.

In September 1943 we issued a determination letter that recognized your organization as exempt from federal income tax under section 101(b) of the Internal Revenue Code of 1939 (now section 501(c)(3) of the Internal Revenue Code of 1955). That determination letter is still in effect.

We classified your organization as a publicly supported organization, and not a private foundation, because it is described in sections 509(a)(1) and 170(b)(1)(A)(vi) of the Code. This classification was based on the assumption that your organization's operations would continue as stated in the application. If your organization's purposes, character, method of operations, or sources of support have changed, please let us know so we can consider the effect of the change on the organization's exempt status and foundation status.

Your organization is required to file Form 990, Return of Organization Exempt from Income Tax, only if its gross receipts each year are normally more than \$25,000. If a return is required, it must be filed by the 15th day of the fifth month after the end of the organization's annual accounting period. The law imposes a penalty of \$20 a day, up to a maximum of \$10,000, when a return is filed late, unless there is reasonable cause for the delay.

As of January 1, 1984, your organization is liable for taxes under the Federal Insurance Contributions Act (social security taxes) on remuneration of \$100 or more the organization pays to each of its employees during a calendar year. There is no liability for the tax imposed under the Federal Unemployment Tax Act (FUTA).

Organizations that are not private foundations are not subject to the excise taxes under Chapter 42 of the Code. However, these organizations are not automatically exempt from other federal excise taxes. If you have any questions about excise, employment, or other federal taxes, please let us know.