

STATE OF NEW YORK
DEPARTMENT OF STATE

I hereby certify that the annexed copy for BELIEVE NEW YORK PHILANTHROPIES, INC., File Number 210210000387 has been compared with the original document in the custody of the Secretary of State and that the same is true copy of said original.



WITNESS my hand and official seal of the Department of State, at the City of Albany, on February 12, 2021.

Brendan C. Hughes

Brendan C. Hughes
Executive Deputy Secretary of State

Rev. 10/2020

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210210000387

CERTIFICATE OF INCORPORATION

OF

BELIEVE NEW YORK PHILANTHROPIES, INC.

(Under Section 402 of the New York Not-for-Profit Corporation Law)

The undersigned, acting as the incorporator of a corporation under the New York Not-for-Profit Corporation Law, does hereby adopt the following certificate for this corporation:

**ARTICLE I
NAME**

The name of the corporation is Believe New York Philanthropies, Inc. (the "Corporation").

**ARTICLE II
CLASSIFICATION**

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

**ARTICLE III
CHARITABLE CORPORATION**

The Corporation is a charitable corporation under Section 201 of the Not-for-Profit Corporation Law.

**ARTICLE IV
PURPOSES**

The Corporation is formed for any purpose for which corporations may be organized under the Not-for-Profit Corporation Law as a charitable corporation.

The Corporation is not formed for any purpose requiring consent or approval of any state official, department, board, agency or other body. No consent or approval is required.

Nothing herein shall authorize the Corporation to operate or maintain a charter school, a nursery school, an elementary school, a secondary school, a college, university or to advertise or offer credit-bearing courses or degrees in New York State, or to operate or maintain a library, museum, archive or historical society or to own or hold collections.

ARTICLE V POWERS

The Corporation will have all of the general powers enumerated in Section 202 of the Not-for-Profit Corporation Law together with the power to solicit grants and contributions for any corporate purpose. The Corporation will have the right to exercise such other powers as now are, or hereafter may be, conferred by law upon a corporation organized for the purposes hereinabove set forth or necessary or incidental to the powers so conferred.

ARTICLE VI TAX-EXEMPT STATUS

The following language relates to the Corporation's tax exempt status and is not a statement of purposes and powers. Consequently, this language does not expand or alter the Corporation's purposes or powers set forth in Articles IV and V. Notwithstanding any other provision of this Certificate, the Corporation is organized exclusively for charitable, educational, scientific, religious and literary purposes, as specified in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), or the corresponding section of any future federal tax code. The Corporation will not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Code.

ARTICLE VII NO PRIVATE INUREMENT

The Corporation is not formed for pecuniary profit or financial gain, and no part of its assets, income, or profit shall be distributed to, or inure to the benefit of, any private individual. However, reasonable compensation may be paid for services rendered to or for the Corporation in furtherance of one or more of its purposes.

ARTICLE VIII LOBBYING AND PARTICIPATION IN POLITICAL CAMPAIGNS

No substantial part of the activities of the Corporation shall be devoted to carrying on propaganda or otherwise attempting to influence legislation (except to the extent authorized by Section 501(h) of the Code, during any fiscal year or years in which the Corporation has chosen to utilize the benefits authorized by that statutory provision). The Corporation shall not participate or intervene (including the publishing or distributing of statements) in any political campaign on behalf of, or in opposition to, any candidate for public office.

ARTICLE IX FEDERAL EXCISE TAXES

If the Corporation is at any time deemed to be a private foundation within the meaning of Section 509 of the Code, then for the period in which the Corporation is so deemed, it shall distribute its income for each taxable year in such manner and at such times as not to be subject to tax under Section 4942 of the Code. In addition, if the Corporation is at any time deemed to be a private foundation within the meaning of Section 509 of the Code, the Corporation shall not engage in any act of self-dealing (as defined in Section 4941(d) of the Code), retain any excess business holdings (as defined in Section 4943(c) of the Code), make any investments in such manner as to subject the Corporation to tax under Section 4944 of the Code, or make any taxable expenditures (as defined in Section 4945(d) of the Code).

ARTICLE X DURATION

The duration of the Corporation is to be perpetual.

ARTICLE XI OFFICES

The county within the state in which the office of the Corporation is located is Kings County, New York.

ARTICLE XII INITIAL DIRECTORS

The names and addresses of the initial directors of the Corporation are:

<u>Names</u>	<u>Addresses</u>
Nicole Bulanchuk	1 Rose Ct., Northport, NY 12768
Jackson Curtin	1 Rose Ct., Northport, NY 12768
Zachary Koshgarian	1047 Bedford Ave., Brooklyn, NY 11216
Tyler S. Parrish	381 Darlington Ave., Apt 107, Wilmington, NC 28403
Kyla Savino	704A Greene Ave., Apt 3 Brooklyn, NY 11216

Claudia Barran

807 N Edinburgh Avenue, Los Angeles, CA 90046

Santos Colon

101 South 3rd St., Apt 3A, Brooklyn, NY 11249

ARTICLE XIII MEMBERS

The Secretary of State is hereby designated as agent of the Corporation upon whom The Corporation will have members. The rights and conditions of membership will be stated in the By-Laws of the Corporation.

ARTICLE XIV DESIGNATED AGENT

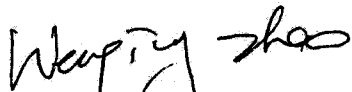
The Secretary of State is hereby designated as agent of the Corporation upon whom process against the Corporation may be served. The post office address to which the Secretary will mail a copy of any process against the Corporation served upon him or her is:

Nicole Bulanchuk
1 Rose Ct., Northport, NY 12768

ARTICLE XV DISSOLUTION

In the event of dissolution, the assets and property of the Corporation remaining after payment of expenses and the satisfaction of all liabilities shall be distributed as determined by the Board of Directors to charitable organizations then qualified under Section 501(c)(3) of the Code, or to the federal government, or to a state or local government, for a public purpose. Any of the Corporation's assets not so distributed will be disposed of for such purposes as approved by a Justice of the Supreme Court of the State of New York or such other court having jurisdiction over the Corporation, to the extent such approval is required under the Not-for-Profit Corporation Law.

IN WITNESS WHEREOF, the undersigned has signed this Certificate and affirmed as true the statements made herein this 9th day of February, 2021.



Wenqing Zhao, Incorporator
c/o Simpson Thacher & Bartlett LLP
425 Lexington Avenue
New York, New York 10017

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

Simpson Thacher & Bartlett LLP
425 Lexington Avenue
New York, NY 10017

STATE OF NEW YORK
DEPARTMENT OF STATE

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