STATE OF NEW YORK **DEPARTMENT OF STATE**

I hereby certify that the annexed copy for THE ARCHITECTURAL LEAGUE OF NEW YORK, File Number 33P-90 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 July 28, 2025.

WALTER T. MOSLEY Secretary of State

BRENDAN C. HUGHES

Executive Deputy Secretary of State

Brandon C Hugher

Articles and Certificate.

of Incorporation of

The Architectural league of tenfork

The Instrument certifies that, we the sindersigned, under and pursuant to the set of the legislature of the state of electforh passed on the twelfth day of April 1848 intitled the slot for the share corporation of Benevolent Charitable, Scientific and missionary Jocieties.

Scientific and missionary Jocieties.

and the prevent dets amending the same and passecularly the Ach Known as solventing the same land the side of the Laws of 1883, extending the said offer so as to include actistic and other Societies; do hereby associate missions together to form a fociety, for the purposes and objects therem set forth to wit:

The transe of this Housing shall be The transfer Layne of the fort

The objects of this Jociety shall be

Shicks

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the promotion of the science and without Architecture and of the allied fine Atto and the collection of its literature and history buy means of meetings, a library and a gallery or Exhibitions of designs, drawings, pictures and Matrations. - Third: The number of ornation of the society shall be eleven - composed of resident members there of. Hourth's The name's of the Frusters who shall manage the affairs of the Duciety for the first year are as hoffours: Dahn Benerly Robinson, to Conto, Nohow Jellatery, Armold W. Brunner, William le Hoylett Trank A. Wright. 14.0. Anny if. 13 mg 6 rownin chield, John P. Riley & J. D. Hunter. In Witness where of, We hereunds Autionate our names and affix aur state of any v December On thousand this bighth might bundred and lighty- light. In the preama o RH. alercrombie John Beverley Robinson

Trusties

John Gellatly chaldie Bruns Whe Haylett Wil. Hazlett. Frank a lerights Henry O. avery. . Charles I Berg

City recountry of new york st On This eighth day of blecember 1888, before me personally cam John Beverly Robinson, Edward H. Clark, John Gellatty, arnold W. Brunner, Wo C. Hazlett, Frank a. Wright, Henry O. avery and Challes J. Berg to me known to be the individuals described in and who executed the fregoin certificate of Incorporation and ly severally acknowledges They executed the san r the purposes there notary Public Kings Th

STATE OF NEW YORK. ATE OF NEW YORK, " " sel sel sel City and County, of New York. se

JAMES A. FLACK, Clerk of the City and county of New York, and also Clerk of the Supremental for the said City and County, the same a Count of Record. DO HERERY CERTIFY.

That

has filed in the Clerk's Office of the County of New York, a certified copy of his appoint mass as Notary Public for the County of the Supremental was at the time of taking the proof or acknowledgment of the annexed instrument, duly authorized to take the same. And further, that I am well the annexed instrument, duly authorized to take the same. And further, that I am well certificate of proof or acknowledgment to be genuine.

IN TESTIMONY ANDERSON 1 have become

IN TESTIMONY AVBERROY, I have bereighty set my hand of fourt and County, the and Quart and County, the

STATE OF NEW YORK DEPARTMENT OF STATE

I hereby certify that the annexed copy for THE ARCHITECTURAL LEAGUE OF NEW YORK, File Number 265Q-149 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 July 28, 2025.

WALTER T. MOSLEY Secretary of State

BRENDAN C. HUGHES
Executive Deputy Secretary of State

Brandon C Hugher

Authentication Number: 100008471742 To Verify the authenticity of this document you may access the Division of Corporation's Document Authentication Website at http://ecorp.dos.ny.gov

The University of the State of Devilors

STATE OF NEW YORK : COUNTY OF ALBANY :

SS.

Consent is hereby given to the filing of the annexed certificate extending the purposes and powers of the corporation known as "Architectural League of New York" and increasing the number of trustees, pursuant to the previsions of Section 30 of the Kembership Corporations Law.

IN WIGHESS WHEREOF, I, Frank P. Graves,

Commissioner of Education of the State of New York, for and on behalf of the State Education
Department, do hereunto set my hand and affix the seal of the State Education Department, at the City of Albany, this let day of August,

Commissioner of Education.

3659 -149 1.

CERTIFICATE EXTENDING THE PURPOSES AND POWERS OF THE A CHITECTURAL LEAGUE OF NEW YORK AND IN-CREASING THE NUMBER OF TRUSTEES PURSUA'T TO SECTION SO OF THE MEMBERSHIP CORPORATIONS LAW.

We the undersigned A. F. BRIECIERECEF, Third Vice-President and WALTER D. BLAIR, Secretary of the Architectural League of New York, having been authorized to execute and file this Certificate by the concurring vote of a majority. of the members of the Corporation present at a special meeting held on the 20th day of July at 1:00 P. M. at 4 West 43rd Street, in the Eurough of Manhattan, City, County and State of New York, u on notice pursuant to Section 45 of the Membership Corporations Law, do make, acknowledge and file this Sertificate pursuant to Section 30 of the Lembership Corporations Law.

The name of the Corporation is the Architectural

The original certificate of incorporation of the said Corporation was filed in the office of the Secretar; of State of New York on Decoration was a secretary of the Secretary of State of New York on Decoration 1985 ember 12th, 1886 and a copy thereof was filed in the office of the County Clera of New York County on Decomber 11, 1688.

The purposes, powers and provisions to be amended are as follows:

"Article Second. The objects of this society shall be the promotion of the Science and Art of Architectuse and of the allied fine Arts, and the collection of its Irrarature and history by means of meetings, a library and a gallery or exhibitions of designs, drawings, pictures and illustrations."

The purposes, powers and provisions are amended and re-stated as follows:

The objects of this Society shall be to promote the Science a d Art of Architecture and of the allied fine Arts, and to collect it. literature and history, by establishing and main-taining a library, a gallery and a club house, with such appurtenances and belongings as are usual in libraries, galleries, clubs and club, houses, by conducting meetings and exhibitions of

designs, drawings, pictures and illustrations and by such other means as shall be expedient and proper for such purposes.

The number of Trustees previously authorized as set out in the said articles of incorporation is eleven as follows:

"Article Third. The number of Trustees of the Society shall be eleven, composed of resident members thereof."

The number of Trustees are increased to seventeen as follows:

"Article Third. The number of Trustees of the Society shall be seventeen (47), composed of active resident members thereof."

IN WITHESS WHEREOF, We have subscribed this cer-

125 D. H.

Walter NYSfan

STATE OF PEW YORK) : SS.:

on the 28 day of gray 1 107, before me personally came A. D. BELLCHERHOFF and MALTER L. BLAIR, to me known to be the persons described in and who executed the foregoing instrument, and severally no nowledged that the executed the same.

Herbert Herold

COUNTY OF PRW YORK | SS.:

A. F. BRINGHERHOFF and WALTER D. BLAIL, being duly

2659-148-3

sworn depose and say that hey are respectively the third Vice- President and Secretar: of the Architectural League of New York and are authorized to execute and file the foreroing certificate of amendment by the concurring vote of a majority of the members of the Corporation present at a special meeting, duly held on July 20, 1927 upon notice pursuant to Section 43 of embership Corporations Law and that te subscribed to such certificate by virtue of such author-

sworm to before me this 98th day of July . 1927 ...

Datter Willain

The undersigned Justice of the Surreme Sourt of the Mirst Judicial district in which the office of the Jororution is locate . Gerrove's of the foregoing amended certimeste of the Architectural League of New York.

OF THE STATE OF NEW YORK

2659-148

CERTIFICATE EXTENDING THE PURPOSES AND POWERS OF THE ARCHITECTURAL LEAGUE OF NEW YORK, AND INCREASING THE MUMBER OF TRUSTEES PURSUANT TO SECTION SO OF THE MEMBERSHIP CORPORATIONS LAW. REYNOLDS, RICHARDS, MCCUTCHEON & LOGAN FILED AUG 1 - 1927 DEPARTMENT OF STATE STATE OF NEW YORK SO WILLIAM STREET NEW YORK CITY CASHIE

STATE OF NEW YORK DEPARTMENT OF STATE

I hereby certify that the annexed copy for THE ARCHITECTURAL LEAGUE OF NEW YORK, File Number 3CR-113 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 July 28, 2025.

WALTER T. MOSLEY Secretary of State

BRENDAN C. HUGHES
Executive Deputy Secretary of State

Brandon C Hugher

Authentication Number: 100008471743 To Verify the authenticity of this document you may access the Division of Corporation's Document Authentication Website at http://ecorp.dos.ny.gov

CERTIFICATE OF ANNULMENT OF DISSOLUTION, REINSTATEMENT AND REPORT OF CORPORATE EXISTENCE OF

THE ARCHITECTURAL LEAGUE OF NEW YORK

		Exact Name of	Corporation			
	Pursuant to Section	on 57 of the	Membership Co	rporations Law		
name of the corpo	ration is THE	ARCHITECT	URAL LEAGU	E OF NEW Y	ORK .	
			Name of C	orporation		
	THE ARCHIT	ECTURAL 'L	EAGUE OF N	EW YORK	h h	
original name was.		If name	has been changed, ins	ert original name		
				* _ 1		
certificate of incor	poration was filed	in the Depart	nest of State or	December	12, 188	5
		Act of h	MA AIR AN	PER PETER	of Incorporation	the In-
					neriteble	Scienti
corporation was fo	rmed pursuant to.	SHOPOMISS	Tonary 500	iatias as	amended	particula:
		by Chapte	1 116 OF 18	ne Laws of	1883.	** *
That said comora					1909	report of
tenee, up required t	y subdivision one	or because gr	or the macinocia	mp corporation		× .
t said corporation h	ereby elects to be	reinstated an	d to continue its	s corporate exis	tence	
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e signed and admostled	ined		•	resident.	20	PAT
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tant secretary or treasu	ifer.					985
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On this 5th	day ofFe	bruary,		1953, before	me personally	appeared
-						
ALBERT W	BUTT JR.					
	original name was certificate of incorp corporation was for That said corporation has said corporation has said corporation has said corporation has signed and acknowled the president or a vident, or the secretary and secretary or treasure of New York of New	rame of the corporation is THE ARCHIT original name was THE ARCHIT certificate of incorporation was filed corporation was formed pursuant to. That said corporation has failed to tence, as required by subdivision one to said corporation hereby elects to be a signed and acknowledged the president or a vice dent, or the secretary or ant secretary or treasurer. THE ARCHIT or THE ARCHIT THE ARCHIT OR SECRETARY OF THE ARCHIT OR	name of the corporation is THE ARCHITECTURAL L original name was THE ARCHITECTURAL L certificate of incorporation was filed in the Depart Act of 4/ corporation was formed pursuant to ERPORATI by Chapte That said corporation has failed to file in the office tence, as required by subdivision one of Section 57 at said corporation hereby elects to be reinstated an e signed and acknowledged the president or a vice- dent, or the secretary or ant secretary or treasurer. e of New York or New York and adaption hereby ALBERT W. BUTT JR.	name of the corporation is THE ARCHITECTURAL LEAGUE OF Normal of Corporation was filed in the Department of State of Act of 1/2/18148 en corporation was formed pursuant to ARPOINTS TONORY Base by Chapter 1146 of the tence, as required by subdivision one of Section 57 of the Members a said corporation hereby elects to be reinstated and to continue it as a signed and acknowledged the president or a vice-dent, or the secretary or ant secretary or treasurer. On this	name of the corporation is THE ARCHITECTURAL LEAGUE OF NEW YORK THE ARCHITECTURAL LEAGUE OF NEW YORK If name has been changed, insert original name certificate of incorporation was filed in the Department of State on Act of 4/2/1848 entitled	original name was THE ARCHITECTURAL LEAGUE OF NEW YORK If name has been changed, insert original name certificate of incorporation was filed in the Department of State on Act of 1/2/1848 entitled "And accorptor corporation was formed pursuant to any other 146 of lecorporation statute" of 1883. That said corporation has failed to file in the office of the Department of State a certificate of tence, as required by subdivision one of Section 57 of the Membership Corporations Law. It said corporation hereby elects to be reinstated and to continue its corporate existence of the president or a vice-dent, or the secretary or and secretary or treasurer. On this 5th day of February, 195 3, before me personally ALBERT W. BUTT JR. to me personally known and known to me

be authenticated by a certificate of the clerk of the county in which such notary has power to act, or other proper officer.

CERTIFICATE OF ANNULMENT OF DISSOLUTION, REINSTATE-MENY & REPORT OF EXISTENCE OF

THE ARCHITECTURAL LEAGUE OF NEW

Eract Name of Corporation

Pursuant to Section 57

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THE ARDHITECTURAL LEAGUE OF NEW YORK Anna Clares Tyristation Secy

Name of Filer

New York 16, M.Y.

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STATE OF NEW YORK DEPARTMENT OF STATE

I hereby certify that the annexed copy for THE ARCHITECTURAL LEAGUE OF NEW YORK, File Number B371331-12 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 July 28, 2025.

WALTER T. MOSLEY Secretary of State

BRENDAN C. HUGHES
Executive Deputy Secretary of State

Brandon C Hugher

Authentication Number: 100008471744 To Verify the authenticity of this document you may access the Division of Corporation's Document Authentication Website at http://ecorp.dos.ny.gov





The University of the State of New York.

STATE OF NEW YORK:

: ss.:

COUNTY OF ALBANY :

Pursuant to the provisions of section 804 of the Not-for-Profit Corporation Law, consent is hereby given to the restatement and amendment of the text of the certificate of incorporation of -THE ARCHITECTURAL LEAGUE OF NEW YORK as set forth in the annexed restated and amended certificate of incorporation.

This consent to filing, however, shall not be construed as approval by the Board of Regents, the Commissioner of Education or the State Education Department of the purposes or objects of such corporation, nor shall it be construed as giving the officers or agents of such corporation the right to use the name of the Board of Regents, the Commissioner of Education, the University of the State of New York or the State Education Department in its publications or advertising matter.

IN WITNESS WHEREOF this instrument is executed and the seal of the State Education Department is affixed this 13th day of May, 1986.

Gordon M. Ambach

Commissioner of Education

Robert D. Stone

Counsel and Deputy Commissioner

for Legal Affairs



THE ARCHITECTURAL LEAGUE OF NEW YORK

(Under Section 805 of the Not-For-Profit Corporation Law)

Pursuant to Section 805 of the Not-for-Profit
Corporation Law, the undersigned hereby certify as follows:

- 1. The name of the Corporation is The Architectural League of New York.
- 2. The Certificate of Incorporation of the Corporation was filed in the Department of State on December 12, 1888.
- 3. The Corporation is a corporation as defined in subparagraph (a) (5) of Section 102 of the Not-for-Profit Corporation Law and is, and by the amendments provided for herein shall be, a Type B Corporation under Section 201 of said Law.
- 4. The Certificate of Incorporation of the Corporation, as now in force and effect, is hereby amended and changed to effect amendments and changes authorized-by the Not-for-Profit Corporation Law as follows:
 - A. To amend Article FIRST thereof to conform certain language, but not to change the name of the Corporation;

- B. To amend Article SECOND thereof to restate the purposes of the Corporation;
- C. To delete Article THIRD thereof and substitute therefor a new Article THIRD specifying the powers of the Corporation and certain limits thereon;
- D. To delete Article FOURTH thereof and substitute therefor a new Article FOURTH designating the location of the Corporation's office;
- E. To add a new Article FIFTH designating the Secretary of State as the Corporation's agent for the service of process;
- F. To add a new Article SIXTH authorizing the adoption and amendment of By-Laws by the board of directors, as well as the members, and providing that the number of directors to comprise the entire board of directors shall be determined in accordance with the By-Laws;
- G. To add a new Article SEVENTH prohibiting the Corporation from engaging in certain activities that would be inconsistent with tax exemption under

Section 501(c)(3) of the Internal Revenue Code;

- H. To add a new Article EIGHTH limiting the authority of the Corporation to engage in carrying on propaganda and certain other activities;
- I. To add a new Article NINTH prohibiting officers, directors, members or employees of the Corporation from receiving any pecuniary profit from the operation of the Corporation or on its dissolution, except reasonable compensation for services rendered;
- J. To add a new Article TENTH providing for the disposition of the Corporation's assets in the event of its dissolution;
- K. To add a new Article ELEVENTH setting forth certain requirements and prohibitions if the Corporation should be a private foundation within the meaning of Section 509 of the Internal Revenue Code.
- 4. The entire text of the Certificate of Incorporation of the Corporation is hereby restated as amended and changed to read as hereinafter set forth in full.

CERTIFICATE OF INCORPORATION

OF

THE ARCHITECTURAL LEAGUE OF NEW YORK

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

The undersigned, for the purpose of forming a corporation under the Not-For-Profit Corporation Law of the State of New York, hereby certify as follows:

FIRST: The name of the corporation is THE ARCHI-TECTURAL LEAGUE OF NEW YORK (hereinafter called the "Corporation").

SECOND: The Corporation is a corporation as defined in subparagraph (a)(5) of Section 102 of the Not-For-Profit Corporation Law. The Corporation is not formed for pecuniary profit or financial gain. The purposes of the Corporation are exclusively for such charitable, educational and scientific purposes as are with the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954, or the corresponding provisions of any subsequent federal tax laws, including for such purposes:

- (a) To encourage and promote the art and science of architecture and related arts and crafts, and to bring together the practitioners of architecture and such related arts and crafts, by, among other means, providing a center where fellow professionals can meet to discuss architectural and related concerns, conducting meetings and forums, open to both members and the public, to present and discuss the work of established and emerging architects, sponsoring lectures and exhibitions, open to both members and the public, in the areas of architecture, design and related arts and crafts, and publishing books and other materials in connection with the above;
 - (b) To foster and promote public knowledge of



and interest in architecture, design and related arts and crafts;

- (c) To receive, seek, expend, lend and otherwise use financial and other grants, contributions, devises, gifts, loans and bequests from public and/or private sources in support or furtherance of activites consistent with the purposes of the Corporation;
- (d) To carry out any and all such additional activities incident, related or appropriate to the furtherance of the above purposes as are consistent with the provisions of the aforesaid Section 501(c)(3).

The Corporation shall be a Type B Corporation under Section 201 of the Not-for-Profit Corporation Law.

THIRD: In furtherance of its corporate purposes, the Corporation shall have all general powers enumerated in Section 202 of the Not-For-Profit Corporation Law, together with the power to solicit grants and contributions for corporate purposes, subject, however, to the provisions of Article 7-A of the Executive Law. Any other provisions of the Certificate of Incorporation to the contrary notwithstanding, nothing herein contained shall authorize the Corporation, directly or indirectly, to engage in or include among its purposes, any of the activities mentioned in paragraphs (b) through (u) of Section 404 of the Not-For-Profit Corporation

FOURTH: The office of the Corporation is to be located in the County of New York, State of New York.

FIFTH: The Secretary of State is hereby designated as the agent of the Corporation upon whom process against it may be served. The post office address to which the Secretary shall mail a copy of any process against the Corporation is 457 Madison Avenue, New York, N.Y. 10022.

SIXTH: The By-Laws of the Corporation may be adopted, amended or repealed by either the members or the directors of the Corporation, as provided in Section 602 of the Not-For-Profit Corporation Law (and subject to Section 612 thereof). The number of persons that shall constitute



the entire board of directors of the Corporation from time to time shall be determined as provided in the By-Laws, provided that in no event shall the number of directors constituting the entire board be less than three (3).

SEVENTH: Notwithstanding any other provisions of this Certificate of Incorporation, the Corporation shall not have power to carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any subsequent law), or (b) by a corporation to which contributions are deductible under Sections 170(c)(2), 2055(a)(2) or 2522(a)(2) of the Internal Revnue Code of 1954 (or the corresponding provisions of any subsequent law).

EIGHTH: No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except as may be permitted by the provisions of Section 501(h) of the Internal Revenue Code of 1954, or the corresponding provisions of any subsequent law) or the participation or intervention in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

NINTH: No officer, trustee, director, member or employee of the Corporaton or any other private individual may receive pecuniary profit from the operations of the Corporation or on its dissolution, except reasonable compensation for services rendered the Corporation in effecting one or more of its purposes, nor shall any part of the net earnings of the Corporation inure to the benefit of any private shareholder or individual.

TENTH: In the event of voluntary dissolution of the Corporation pursuant to the laws of the State of New York or in the event of dissolution due to such other circumstances as are permitted or required by law, the funds and assets of the Corporation then belonging to it shall, subject to the approval of a Justice of the Supreme Court of the State of New York and in accordance with the law, be applied to the payment of the liabilities of the Corporation and thereafter distributed for the nonprofit purposes of the

Corporation and/or for the free and voluntary aid and assistance of activities, agencies and institutions which are organized and operated exclusively for religious, charitable, scientific, literary, or eductational purposes, no part of the net earnings of which inures to the benfift of any private shareholders or individuals, no substantial part of the activities of which is carrying on propaganda or otherwise attempting to influence legislation, and which do not participate or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

ELEVENTH: In the event that the Corportion shall at any time be a private foundation within the meaning of Section 509 of the Internal Revenue Code of 1954 (or the corresponding provisions of any subsequent law), the Corporation, so long as it shall be such a private foundation, shall distribute such income as may be necessary in each taxable year at such time and in such manner as not to subject the Corporation to tax under Section 4942 of said Code (or the corresponding provisions of any subsequent law), and shall be absolutely prohibited from and shall refrain from engaging in the following acts:

- (a) any act of self-dealing as defined in Section 4941(d) of said Code (or the corresponding provisions of any subsequent law);
- (b) retaining any excess business holdings as defined in Section 4943(c) of said Code (or the corresponding provisions of any subsequent law);
- (c) making any investment in such manner as to subject the Corporation to tax under Section 4944 of said Code (or the corresponding provisions of any subsequent law); and
- (d) making any taxable expenditures, as defined in Section 4945(d) of said Code (or the corresponding provisions of any subsequent law).
- 5. The restatement of the Certificate of Incorporation of the Corporation and the amendments and changes



thereof contained herein were authorized by the vote of a majority of members entitled to vote on an amendment to the Certificate of Incorporation at a meeting of members at which a quorum was present.

IN WITNESS WHEREOF, we have signed this Certificate and affirm it to be true under penalties of perjury this 24. day of April, 1986.

FRANCES HALSBAND President

ALBERT K. BUTZEL Secretary

STATE OF NEW YORK)
COUNTY OF NEW YORK)

On this 24... day of April, 1986, before me personally came FRANCES HALSBAND and ALBERT K. BUTZEL, to me known, who, being by me duly sworn, did depose and say that they reside at 35 West 90th Single West Wy 1002 Y and 1125 Park Avenue, New York, N.Y., respectively; that they are the President and Secretary, respectively, of The Architectural League of New York, the corporation described in and which executed the foregoing instrument; and that they signed their names thereto as authorized by the vote of the members of the corporation.

Notary Public

LINDA D. ROSENTHAL Notary Public, State of New York No. 30-4710864 Qualified in Nassau County Commission Expires March 30, 190-7

19

SUPREME COURT OF THE STATE OF NEW YORK COUNTRY OF NEW YORK

In the Matter of the Application for the Approval of the Restated Certificate of Incorporation of

> THE ARCHITECTURAL LEAGUE OF NEW YORK, INC.

Pursuant to the Not-for-Profit Corporation Law

I, ______, a Justice of the Supreme Court of the State of New York in the Judicial District wherein the principal office of THE ARCHITECTURAL LEAGUE OF NEW YORK is located, do hereby approve the Restated Certificate of Incorporation of said Corporation and the amendments of the Certificate of Incorporation contained therein.

Dated:

JUN 10 1986

NEW YORK COUNTY

Justice of the Supreme Court STANLEY S. OSTRAU

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

ROBERT APRAMIS ATTORNEY GENERAL

STATE OF NEW YORK

ALLAM E. KIRSTEIN Assistant Altorney General

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STATE OF NEW YORK

FILED JUN 1 8 1986

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RESTATED CERTIFICATE OF INCORPORATION

OF

THE ARCHITECTURAL LEAGUE OF NEW YORK

(Under Section 805 of the Not-For-Profit Corporation Law)

L# 3CR-113

(C)

BERLE, KASS & CASE

ATTORNEYS AT LAW

45 ROCKEFELLER PLAZA

(212) 788-1800 98, HUEN 9 81 HUP

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