

**CERTIFICATE OF INCORPORATION**  
**OF**  
**FOOTSTEPS, INC.**

Filed by:

Watkins & Cherneff, Esqs.  
701 Westchester Avenue  
White Plains, New York 10604

## CERTIFICATE OF INCORPORATION

### FOOTSTEPS, INC.

Under Section 402 of the Not-For-Profit Corporation Law.

The Undersigned, for the purpose of forming a corporation pursuant to Section 402 of the Not-For-Profit Corporation Law State of New York, does hereby certify and set forth:

FIRST: The name of the corporation is FOOTSTEPS, INC.

SECOND: The corporation is a corporation as defined in subparagraph (a) (5) of Section 102 (Definitions) of the Not-For-Profit Corporation Law.

THIRD: The purpose or purposes for which the corporation is formed are as follows:

To create, form and establish an organization to aid and assist young adults from ultra-orthodox religious communities; to provide counseling and support services to young adults in need of assistance; to tutor such individuals in all branches of useful and practical knowledge as shall fit them for occupations requiring applied knowledge in the arts and sciences or for further study in schools of all kinds; to raise funds and solicit donations from interested individuals, charitable, educational and scientific organizations and foundations, and other interested organizations and foundations, agencies, institutions, associations and corporations and to administer and expend such funds in furtherance of the corporate goals and purposes; to aid, assist, cooperate, co-sponsor and otherwise engage in concerted action with private, governmental and other agencies and organizations with the same or similar objectives; to solicit, collect and otherwise raise money for the charitable and benevolent purposes of this corporation and to expend such monies and generally to aid and assist young adults by all available means and methods. Nothing herein shall authorize the corporation to operate or maintain a nursery school, elementary school or secondary school. Nothing herein shall authorize the corporation to operate or maintain an institution of higher learning or to grant degrees. Nothing herein shall authorize the corporation to operate or maintain a library, museum or historical society or to own or hold collections.

In furtherance of its corporate purposes, the corporation shall have all the general powers enumerated in Section 202 of the Not-For-Profit Corporation Law, together with the power to solicit grants and contributions for the corporate purposes.

Nothing herein shall authorize this corporation, directly or indirectly, to engage in or include among its purposes, any of the activities mentioned in the Not-For-Profit Corporation Law, Section 404(b)-(v).

FOURTH: The corporation shall be a Type B corporation pursuant to Section 201 of the Not-For-Profit Corporation Law.

FIFTH: The names and addresses of the initial directors of the corporation are as follows:

Malka Schwartz  
701 Westchester Avenue  
White Plains, New York 10604

Deborah Freedman  
701 Westchester Avenue  
White Plains, New York 10604

Peter Cherneff  
701 Westchester Avenue  
White Plains, New York 10604

SIXTH: Said organization is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

SEVENTH: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services

determine, which are organized and operated exclusively for such purposes.

ELEVENTH: The office of the corporation is to be located in the county of Westchester.

TWELFTH: The Secretary of State is designated as agent of the corporation upon whom process against it may be served. The post office address to which the Secretary of State shall mail a copy of any process against the corporation served upon him is:

701 Westchester Avenue  
White Plains, New York 10604

IN WITNESS WHEREOF, this certificate has been subscribed to this 31st day of October, 2003 by the undersigned who affirms that the statements made herein are true under penalties of perjury.

*Lawrence A. Kirsch*

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LAWRENCE A. KIRSCH,  
INCORPORATOR  
90 State Street  
Albany, New York

The  
University of the  
Education State of New York  
Department



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

Pursuant to the provisions of section 216 of the Education Law and section 104, subdivision (e) of the Not-For-Profit Corporation Law, consent is hereby given to the filing of the annexed certificate of incorporation of **FOOTSTEPS, INC.**, a Not-for-Profit corporation.

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.

This consent to filing is granted with the understandings and upon the conditions set forth on the reverse side of this form.

IN WITNESS WHEREOF this instrument is executed and the seal of the State Education Department is affixed this 13th day of November, 2003.

Richard P. Mills  
Commissioner of Education

By:

A handwritten signature in black ink, appearing to read "Richard L. Nabozny".

Richard L. Nabozny  
Senior Attorney

