

Department of State Division of Corporations

Entity Name History

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Entity Details



ENTITY NAME: VOLUNTEERS OF AMERICA OF WESTERN NEW YORK, INC. **DOS ID:** 1381382

FOREIGN LEGAL NAME: **FICTITIOUS NAME:**

ENTITY TYPE: DOMESTIC NOT-FOR-PROFIT CORPORATION **DURATION DATE/LATEST DATE OF DISSOLUTION:**

SECTION OF LAW: - **ENTITY STATUS:** ACTIVE

DATE OF INITIAL DOS FILING: 08/28/1989 **REASON FOR STATUS:**

EFFECTIVE DATE INITIAL FILING: 08/28/1989 **INACTIVE DATE:**

FOREIGN FORMATION DATE: **STATEMENT STATUS:** NOT REQUIRED

COUNTY: MONROE **NEXT STATEMENT DUE DATE:**

JURISDICTION: NEW YORK, UNITED STATES **NFP CATEGORY:** CHARITABLE

NAME HISTORY

Search

File Date	Document Type	Entity Name	File Number
08/28/1989	CERTIFICATE OF INCORPORATION	VOLUNTEERS OF AMERICA OF WESTERN NEW YORK, INC.	C048856-15

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Department of State Division of Corporations

Entity Assumed Name History

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Entity Details ^

ENTITY NAME: VOLUNTEERS OF AMERICA OF WESTERN NEW YORK, INC.	DOS ID: 1381382
FOREIGN LEGAL NAME:	FICTITIOUS NAME:
ENTITY TYPE: DOMESTIC NOT-FOR-PROFIT CORPORATION	DURATION DATE/LATEST DATE OF DISSOLUTION:
SECTION OF LAW: -	ENTITY STATUS: ACTIVE
DATE OF INITIAL DOS FILING: 08/28/1989	REASON FOR STATUS:
EFFECTIVE DATE INITIAL FILING: 08/28/1989	INACTIVE DATE:
FOREIGN FORMATION DATE:	STATEMENT STATUS: NOT REQUIRED
COUNTY: MONROE	NEXT STATEMENT DUE DATE:
JURISDICTION: NEW YORK, UNITED STATES	NFP CATEGORY: CHARITABLE

ASSUMED NAME HISTORY

Search

File Date	Assumed Name	Assumed Name ID	Status	Principal Location
10/03/2013	VOLUNTEERS OF AMERICA OF UPSTATE NEW YORK	155107	Active	

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Department of State Division of Corporations

Entity Merger History

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Entity Details



ENTITY NAME: VOLUNTEERS OF AMERICA OF WESTERN NEW YORK, INC. **DOS ID:** 1381382

FOREIGN LEGAL NAME: **FICTITIOUS NAME:**

ENTITY TYPE: DOMESTIC NOT-FOR-PROFIT CORPORATION **DURATION DATE/LATEST DATE OF DISSOLUTION:**

SECTION OF LAW: - **ENTITY STATUS:** ACTIVE

DATE OF INITIAL DOS FILING: 08/28/1989 **REASON FOR STATUS:**

EFFECTIVE DATE INITIAL FILING: 08/28/1989 **INACTIVE DATE:**

FOREIGN FORMATION DATE: **STATEMENT STATUS:** NOT REQUIRED

COUNTY: MONROE **NEXT STATEMENT DUE DATE:**

JURISDICTION: NEW YORK, UNITED STATES **NFP CATEGORY:** CHARITABLE

MERGER HISTORY

Search

File Date	Cert Code	Document Type	Survivor Result Entity	Constituents	File Number
10/24/2012	06	CERTIFICATE OF MERGER	VOLUNTEERS OF AMERICA OF WESTERN NEW YORK, INC.	STEP BY STEP OF ROCHESTER, INC.	121024000147

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Department of State

Division of Corporations

Entity Filing History

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Entity Details



ENTITY NAME: VOLUNTEERS OF AMERICA OF WESTERN NEW YORK, INC. **DOS ID:** 1381382

FOREIGN LEGAL NAME: **FICTITIOUS NAME:**

ENTITY TYPE: DOMESTIC NOT-FOR-PROFIT CORPORATION **DURATION DATE/LATEST DATE OF DISSOLUTION:**

SECTION OF LAW: - **ENTITY STATUS:** ACTIVE

DATE OF INITIAL DOS FILING: 08/28/1989 **REASON FOR STATUS:**

EFFECTIVE DATE INITIAL FILING: 08/28/1989 **INACTIVE DATE:**

FOREIGN FORMATION DATE: **STATEMENT STATUS:** NOT REQUIRED

COUNTY: MONROE **NEXT STATEMENT DUE DATE:**

JURISDICTION: NEW YORK, UNITED STATES **NFP CATEGORY:** CHARITABLE

FILING HISTORY

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File Date	Cert Code	Document Type	Description/Amended Information	Page Count	File Number
10/24/2012	06	CERTIFICATE OF MERGER		8	121024000147
08/03/2009	02	CERTIFICATE OF AMENDMENT	NFP CATEGORY,PURPOSES,SERVICE OF PROCESS	5	090803000048
05/25/1999	02	CERTIFICATE OF AMENDMENT	PROVISIONS,PURPOSES,RESTATED CERTIFICATE,SERVICE OF PROCESS	18	990525000826
08/28/1989	01	CERTIFICATE OF INCORPORATION		15	C048856-15

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Department of State Division of Corporations

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Entity Details



ENTITY NAME: VOLUNTEERS OF AMERICA OF WESTERN NEW YORK, INC.	DOS ID: 1381382
FOREIGN LEGAL NAME:	FICTITIOUS NAME:
ENTITY TYPE: DOMESTIC NOT-FOR-PROFIT CORPORATION	DURATION DATE/LATEST DATE OF DISSOLUTION:
SECTION OF LAW: -	ENTITY STATUS: ACTIVE
DATE OF INITIAL DOS FILING: 08/28/1989	REASON FOR STATUS:
EFFECTIVE DATE INITIAL FILING: 08/28/1989	INACTIVE DATE:
FOREIGN FORMATION DATE:	STATEMENT STATUS: NOT REQUIRED
COUNTY: MONROE	NEXT STATEMENT DUE DATE:
JURISDICTION: NEW YORK, UNITED STATES	NFP CATEGORY: CHARITABLE

ENTITY DISPLAY

Service of Process Name and Address

Name: THE CORPORATION

Address: 214 LAKE AVENUE, BUILDING C, ROCHESTER, NY, UNITED STATES, 14608

Chief Executive Officer's Name and Address

Name:

Address:

Principal Executive Office Address

Address:

Registered Agent Name and Address

Name:

Address:

Entity Primary Location Name and Address

Name:

Address:

Firmcorpflag

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
VOLUNTEERS OF AMERICA OF WESTERN NEW YORK, INC.**

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

The undersigned, being the President and Chief Executive Officer of Volunteers of America of Western New York, Inc., does hereby certify as follows:

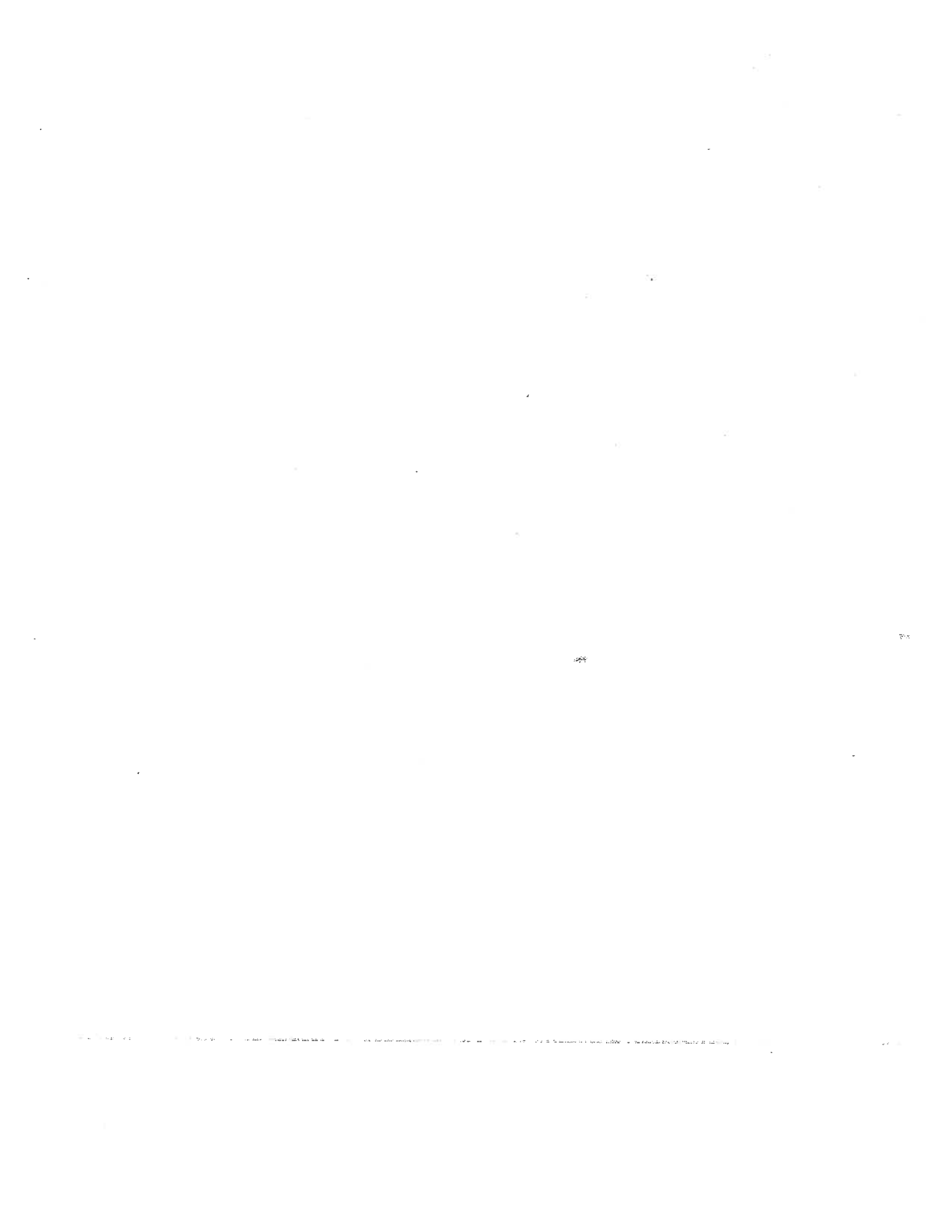
1. The name of the Corporation is Volunteers of America of Western New York, Inc.
2. The Certificate of Incorporation was filed by the New York Secretary of State on August 28, 1989 under Section 402 of the Not-for-Profit Corporation Law.
3. The Corporation is a corporation as defined in Section 102(a)(5) of the Not-for-Profit Corporation Law, and is a Type B corporation as defined in Section 201(b) of the Not-for-Profit Corporation Law.
4. The Certificate of Incorporation is amended to (a) change the Corporation to a Type C corporation as defined in Section 201(b) of the Not-for-Profit Corporation Law, (b) enlarge and reduce the corporate purposes and (c) to change the address to which the Secretary of State shall mail a copy of any process against the Corporation served upon him.
5. Paragraph 10 which sets forth what type of corporation the Corporation is, shall be amended to read as follows in its entirety:

"10. The Corporation shall be a Type C Corporation under Section 201(b) of the New York Not-for-Profit Corporation Law".

6. Paragraph 7 which sets forth the powers of the Corporation, in furtherance of its corporate purposes, is revised to remove subparagraph (f), in its entirety, with respect to operating an alcoholism program. The remaining subparagraphs of paragraph 7 shall be re-alphabetized in sequential order.

7. Paragraph 7 which sets forth the powers of the Corporation, in furtherance of its corporate purposes, is revised to add the following new subparagraphs (r) and (s) which read as follows:

"7 (r) To own, construct, rehabilitate, lease, manage, equip, maintain, develop and operate housing projects for the homeless or those unable to secure permanent and stable housing without special assistance. The Corporation shall provide the furnishing of clean, decent, permanent or temporary housing facilities for homeless persons in need of such accommodations in the State of New York at a



modest price and without profit.

(s) The Corporation, in furtherance of its corporate purposes above, set forth, shall have all the powers enumerated in Section 202 of the Not-For-Profit Corporation Law and is empowered to do and perform all acts necessary to accomplish the above-mentioned corporate purposes, including, but not limited to, the execution of agreements with governmental agencies or instrumentalities thereof, and any and all such other instruments and undertakings as may be necessary to enable the Corporation to secure the benefits of financing for the construction, rehabilitation, leasing, managing, equipping, maintaining, development and operating of such housing projects.

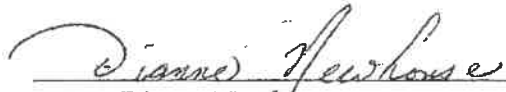
The lawful public or quasi public objective which each purpose of the Corporation will achieve is to lessen the burdens of the government and enable people in our community to break the cycle of poverty and reach their full potential."

8. Paragraph 13 which sets forth the address of the agent of the Corporation upon whom process against it may be served shall be amended to read as follows in its entirety:

"13. The Secretary of State is designated as agent of the Corporation upon whom process against it may be served. The address to which the Secretary of State shall forward copies of process accepted on behalf of the Corporation is: The Corporation, 214 Lake Avenue, Building C, Rochester, New York, 14608."

9. The foregoing amendment was authorized by a vote of a majority of the Members of the Corporation.

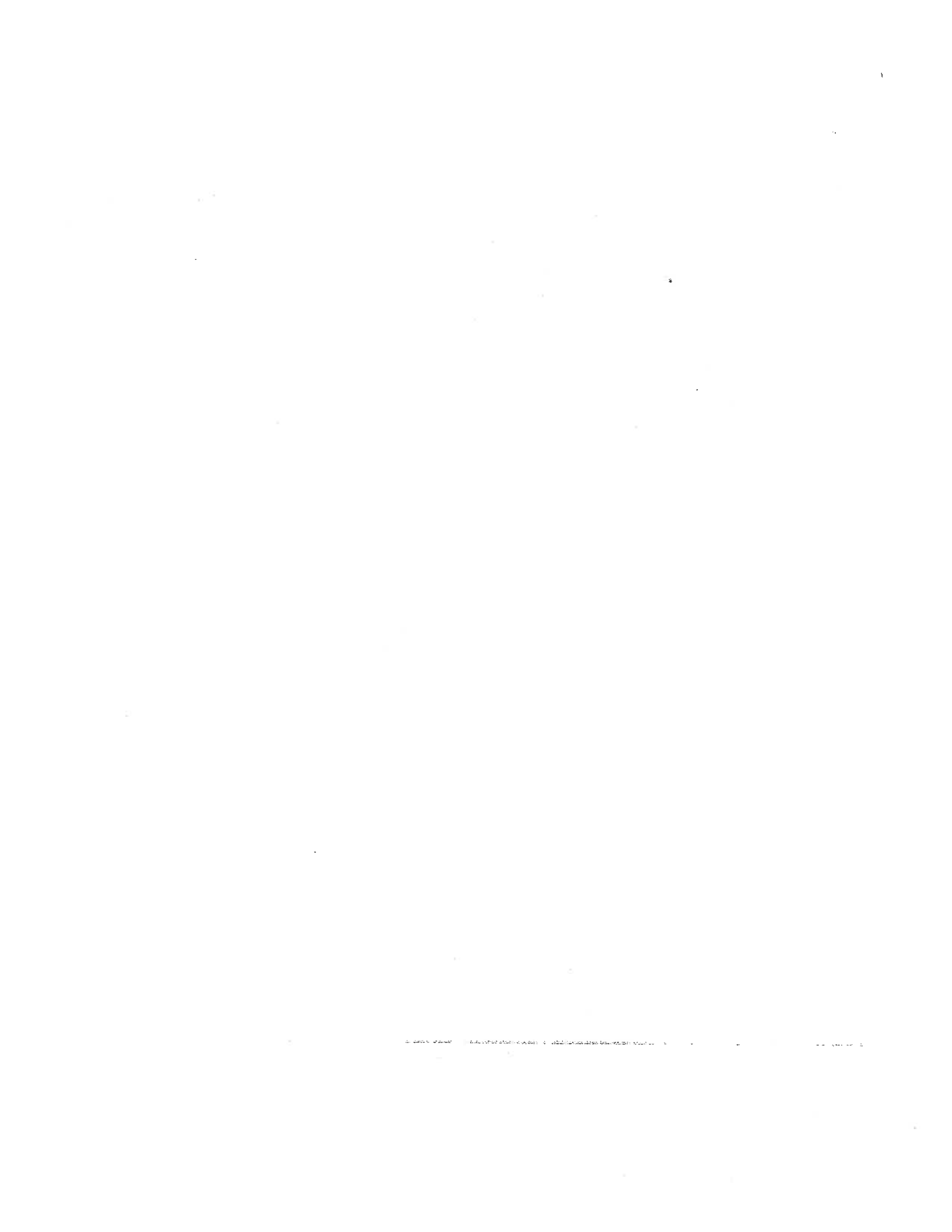
IN WITNESS WHEREOF, this certificate has been subscribed this 11 day of June, 2009 by the undersigned who affirms that the statements made herein are true under the penalties of perjury.


Name: Dianne Newhouse
Title: President and Chief Executive Officer

THE ATTORNEY GENERAL HAS NO OBJECTION
TO THE GRANTING OF JUDICIAL APPROVAL
HEREON, ACKNOWLEDGES RECEIPT OF
STATUTORY NOTICE AND DEMANDS SERVICE
OF THE FILED CERTIFICATE. SAID NO OBJECTION
IS CONDITIONED ON SUBMISSION OF THE
MATTER TO THE COURT WITHIN 30 DAYS HEREAFTER.

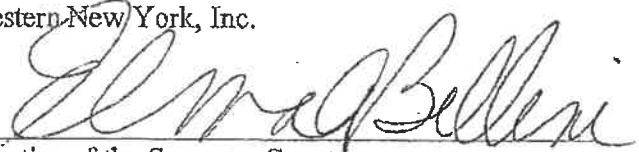

ASSISTANT ATTORNEY GENERAL.

7-23-2009
DATE

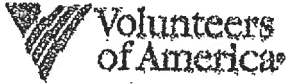


The undersigned Justice of the Seventh Judicial District of the New York Supreme Court hereby approves the filing of the attached Certificate of Amendment of Certificate of Incorporation of Volunteers of America of Western New York, Inc.

Dated: July 28, 2009



Justice of the Supreme Court
Seventh Judicial District of the State
of New York



National Office
1660 Duke Street
Alexandria, VA 22314-5427
703.341.5000
www.VolunteersofAmerica.org

CONSENT

Volunteers of America, Inc, a New York corporation, hereby consents to the attached Amendment of Certificate of Incorporation of the Volunteers of America of Western New York, Inc.

Dated: July 9, 2009

Volunteers of America, Inc.

By: [Signature]

Its: DAVID BOWMAN, GENERAL COUNSEL

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
VOLUNTEERS OF AMERICA OF WESTERN NEW YORK, INC.**

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

**WOODS OVIATT GILMAN LLP
700 CROSSROADS BUILDING
2 STATE STREET
ROCHESTER, NEW YORK 14614**

MONROE COUNTY CLERK'S OFFICE
County Clerk's Recording Page



Return To:

Index DOING BUSINESS AS
Book 00000 Page 0000
No. Pages 0000
Instrument CORP NM AMDMNT
Date : 2/03/2000
Time : 1:58:00
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VOLUNTEERS OF AMERICA OF WESTE
RN NEW YORK INC

Employee ID LA

MORTGAGE TAX

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MORTGAGE AMOUNT	\$.00
BASIC MORTGAGE TAX	\$.00
SPEC ADDIT MTG TAX	\$.00
ADDITIONAL MTG TAX	\$.00
Total	\$.00

STATE OF NEW YORK
MONROE COUNTY CLERK'S OFFICE

TRANSFER AMT

WARNING - THIS SHEET CONSTITUTES THE CLERKS
ENDORSEMENT, REQUIRED BY SECTION 317-a(5) &
SECTION 319 OF THE REAL PROPERTY LAW OF THE
STATE OF NEW YORK. DO NOT DETACH.

TRANSFER AMT	\$.00
TRANSFER TAX	\$.00

Maggie Brooks, County Clerk



200002030645

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A-elyea-75

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RESTATED CERTIFICATE OF INCORPORATION
OF
VOLUNTEERS OF AMERICA OF WESTERN NEW YORK, INC

Under Section 805 of the Not-for-Profit Corporation Law

The undersigned, being respectively the President and Secretary of VOLUNTEERS OF AMERICA OF WESTERN NEW YORK, INC, in accordance with Section 805 of the Not-For-Profit Corporation Law, do hereby certify

I The name of the Corporation is VOLUNTEERS OF AMERICA OF WESTERN NEW YORK, INC.

II The Certificate of Incorporation was filed by the Department of State on the 28th day of August, 1989

III The Certificate of Incorporation as now in full force and effect is hereby amended to effect the following changes, all of which are authorized under Section 801 of the Not-for-Profit Corporation Law

- A To enlarge, limit or otherwise change its corporate purposes
- B To change the post office address to which the secretary of state shall mail a copy of any process against the Corporation served upon him
- C To effectuate the following amendments,
 - (i) Paragraph 3 which sets forth the life of the Corporation is amended in its entirety to read
 - "3 The existence of the Corporation is to be perpetual"
 - (ii) Paragraph 6, which sets forth the not-for-profit status of the Corporation is revised to read in its entirety as follows
 - "6 This Corporation is being organized, and is organized, under the laws of the State of New York This Corporation is not being organized for pecuniary gain or profit of the individual members, directors or officers and is therefore being organized for non-profit purposes and shall never be operated for the primary purpose of carrying on a trade or business for profit"

2000 FEB 15 10 58 AM
JOHN ROE CLERK

FILED

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(iii) Paragraph 7 which sets forth the powers of the Corporation is revised to read in its entirety as follows (the new provisions are set forth in bold type)

"7 To the extent permitted under the State of New York and in furtherance of its corporate purposes, the Corporation shall have the following powers except as may be modified herein or in the By-Laws and provided that the requirements delineated herein or the By-Laws for the purchase and sale of property be complied with

(a) To purchase, receive, take by grant, gift, devise, bequest, or otherwise, lease, or otherwise acquire, own, hold, improve, employ, use and otherwise deal in and with real or personal property, tangible or intangible, or any interest therein, wherever situated

(b) To sell, convey, lease, exchange, transfer, or otherwise dispose of, or mortgage or pledge all or any of its property, or any interest therein, wherever situated

(c) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, employ, sell, lend, lease, exchange, transfer, or otherwise dispose of, mortgage, pledge, use, and otherwise deal in and with bonds and other obligations, shares, or other securities or interests issued by others, whether engaged in similar or different business, governmental or other activities

(d) To make contracts, give guarantees and incur liabilities, borrow money at such rates of interest as the Corporation may determine, issue its notes, bonds and other obligations, and secure any of its obligations by mortgage, or pledge of all or any of its property or any interest therein, wherever situated

(e) To operate a shelter for adults as defined in Section 2 of the Social Services Law, as amended from time to time, for the purpose of providing temporary residential care, room, board, supervision, information and referral, and, where required by the New York State Office of Temporary and Disability Assistance or otherwise deemed necessary, social rehabilitation services for adults in need of temporary accommodations, supervision and services, provided however, that the Corporation shall not establish or operate such shelter for adults without the prior written approval of the New York State Office of Temporary and Disability Assistance.

(f) To operate an alcoholism program within the meaning of Articles 1 and 31 of the New York Mental Hygiene Law and the Rules and Regulations adopted pursuant thereto as each may be amended from time to time, which shall require as a condition precedent before engaging in the conduct of any program a certificate of approval and/or operating certificate from the New York State Office of Alcoholism and Substance Abuse Services

(g) To establish and operate day care development programs for children

(h) To establish and operate day care centers for children in Monroe County provided, however, before each such facility shall be established and opened, the prior written approval of the New York State Office of Children and Family Services must be obtained

(i) Nothing herein shall authorize the Corporation, directly or indirectly, to engage in or include among its purposes any of the activities mentioned in Section 404 of the New York Not-for-Profit Corporation law except to the extent that such purposes or activities have been expressly approved via Certificate of Approval and/or Consent, pursuant to Section 404 of the New York Not-for-Profit Corporation Law.

(j) To lend money, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested

(k) To make capital contributions or subventions to other not-for-profit corporations

(l) To accept subventions from other persons or any unit of government

(m) To carry on its operations and have offices and exercise its powers in any jurisdiction within or without the United States, to the extent authorized by Volunteers of America, Inc., a New York Corporation.

(n) To elect or appoint officers, employees and other agents of the Corporation, define their duties, fix their reasonable compensation and the reasonable compensation of directors and to indemnify corporate personnel. Such compensation shall be commensurate with services performed

(o) To adopt, amend or repeal by-laws relating to the business of the Corporation, the conduct of its affairs, its rights or powers, or the rights or powers of its shareholders, directors or officers

(p) To make donations, irrespective of corporate benefit, for the public welfare or for community fund, hospital, charitable, educational, scientific, civic or similar purposes, and in time of war or other national emergency in aid thereof

(q) To the extent permitted in any jurisdiction and authorized by Volunteers of America, Inc., a New York Corporation, to be a member, associate or manager of other not-for-profit activities or to be an incorporator of other corporations

(r) To do everything necessary, suitable or proper for the accomplishment, attainment or furtherance of, to do every other act or thing incidental to, appurtenant to, growing out of, or connected with, the purposes, objects or powers set forth in this Certificate of Incorporation, whether alone or in association with others, to possess all the rights, powers and privileges now or hereafter conferred by the laws of the State of New York upon a not-for-profit corporation organized under the laws of the State of New York and, in general, to carry on any of the activities and to do any of the things herein set forth to the same extent and as fully as a natural person or partnership might or could do, provided, that nothing herein set forth shall be construed as authorizing the Corporation to possess any purpose, object or power, or to do any act or thing forbidden by law to a not-for-profit corporation organized under the laws of the State of New York."

(iv) Paragraph 8 which sets forth the dissolution procedures and distribution of assets of the Corporation is amended to read as follows in its entirety

"8 Upon the dissolution or winding up of the Corporation for whatever reason, any and all assets including real or personal property which remain after the payment of, or provision for the payment of, all debts and liabilities of this Corporation, shall be distributed to Volunteers of America, Inc., a New York not-for-profit corporation, or its successor corporation or designee, or if it, or its successor corporation or designee, is not then in existence, exempt under section 501(c)(3) of the Internal Revenue Code, and qualified under state law, then to one or more organizations exempt under section 501(c)(3) whose mission and purpose are consistent with those of Volunteers of America, Inc. Consistent with the laws of the State of New York, it is set out herein that if dissolution or liquidation becomes a necessity, the Chief Executive Officer of Volunteers of America, Inc. or its successor corporation, or his/her qualified designee, shall be appointed and commissioned, as provided by law, as the liquidator and/or administrator of the dissolution proceedings "

(v) Paragraph 9 which sets forth the provisions regarding the regulation of internal affairs of the Corporation shall be deleted in its entirety

(vi) A new Paragraph 9 which sets forth the restriction of issuance of capital stock by the Corporation and limits the liability of corporate debts shall read as follows in its entirety

"9 This Corporation shall have no capital stock, nor shall the individual property of the members, officers, directors, or employees of this Corporation be liable for any corporate debts "

(vii) Paragraph 13 which sets forth the names and addresses of the initial directors shall be deleted in its entirety

(viii) Paragraph 14 (now Paragraph 13) which sets forth the address of the agent of the Corporation upon whom process against it may be served shall be amended to read as follows in its entirety

"13 The Secretary of State is designated as the agent of the Corporation upon whom process against it may be served, and the post office address within the State of New York to which the Secretary of State shall mail a copy of any process against the Corporation served upon him is 175 Ward Street, Rochester, New York, 14606, Attention President and Chief Executive Officer "

(ix) Paragraph 15 which sets forth that the incorporators are over the age of eighteen years shall be deleted in its entirety

(x) A new Paragraph 14 which designates powers of the Board of Directors shall read as follows in its entirety

"14 The general management of the affairs and activities of this Corporation shall be, except as provided otherwise herein or in the bylaws, under the control, supervision and direction of the designated Board of Directors"

(xi) A new Paragraph 15 which defines the irrevocability of property dedicated to the Corporation shall read as follows in its entirety

"15 The property of this Corporation is irrevocably dedicated to the purposes delineated in Paragraph 4 and no part of the net income or assets of this Corporation shall ever inure to the benefit of any individual director, officer or member of the Corporation or any other private individual, except that reasonable compensation may be paid for services rendered to or for the Corporation"

(xii) A new Paragraph 16 which defines the requirements for amendment of the Certificate of Incorporation shall read as follows in its entirety

"16 These articles may be amended by vote of the majority of the entire membership, provided that no amendment or changes to the certificate of incorporation or the bylaws can take effect until approved by authority of the Board of Directors of Volunteers of America, Inc."

IV The Corporation's Certificate of Incorporation is hereby restated to set forth its entire text, as amended, as follows

1 The name of the Corporation is Volunteers of America of Western New York, Inc

2 The Corporation is a corporation as defined in subparagraph (a)(5) of § 102 of the New York Not-For-Profit Corporation Law

3 The existence of the Corporation is to be perpetual

4 The purposes for which the Corporation is formed are as follows

(a) The specific and one of the primary purposes is to operate a Religious, Missionary and Welfare Society, humanitarian in method and having for its objects and purposes the teaching and uplifting of people, extending aid, both spiritual and material to all persons who may come within the sphere of its influence

(b) The general purposes are to have and exercise all rights and powers conferred on not-for-profit corporations under the laws of the State of New York, except as may be modified herein or in the By-Laws, however, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not consistent with the laws of this state, with the religious charitable purpose of this corporation, or with § 501(c)(3) of the Internal Revenue Code or any comparable section of the Internal Revenue Code as the same may be amended from time to time

5 No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of any candidate for public office

6 This Corporation is being organized, and is organized, under the laws of the State of New York. This Corporation is not being organized for pecuniary gain or profit of the individual members, directors or officers and is therefore being organized for non-profit purposes and shall never be operated for the primary purpose of carrying on a trade or business for profit

7 To the extent permitted under the State of New York and in furtherance of its corporate purposes, the Corporation shall have the following powers except as may be modified herein or in the By-Laws and provided that the requirements delineated in those Articles or the By-Laws for the purchase and sale of property be complied with

(a) To purchase, receive, take by grant, gift, devise, bequest, or otherwise, lease, or otherwise acquire, own, hold, improve, employ, use and otherwise deal in and with real or personal property, tangible or intangible, or any interest therein, wherever situated

(b) To sell, convey, lease, exchange, transfer, or otherwise dispose of, or mortgage or pledge all or any of its property, or any interest therein, wherever situated

(c) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, employ, sell, lend, lease, exchange, transfer, or otherwise dispose of, mortgage, pledge, use, and otherwise deal in and with bonds and other obligations, shares, or other securities or interests issued by others, whether engaged in similar or different business, governmental or other activities

(d) To make contracts, give guarantees and incur liabilities, borrow money at such rates of interest as the Corporation may determine, issue its notes, bonds and other obligations, and secure any of its obligations by mortgage, or pledge of all or any of its property or any interest therein, wherever situated

(e) To operate a shelter for adults as defined in Section 2 of the Social Services Law, as amended from time to time, for the purpose of providing temporary residential care, room, board, supervision, information and referral, and, where required by the New York State Office of Temporary and Disability Assistance or otherwise deemed necessary, social rehabilitation services for adults in need of temporary accommodations, supervision and services, provided, however, that the Corporation shall not establish or operate such shelter for adults without the prior written approval of the New York State Office of Temporary and Disability Assistance

(f) To operate an alcoholism program within the meaning of Articles 1 and 31 of the New York Mental Hygiene Law and the Rules and Regulations adopted pursuant thereto as each may be amended from time to time, which shall require as a condition precedent before engaging in the conduct of any program a certificate of approval and/or operating certificate from the New York State Office of Alcoholism and Substance Abuse Services

(g) To establish and operate a day care development program for children

(h) To establish and operate day care centers for children in Monroe County provided, however, before each such facility shall be established and opened, the prior written approval of the New York State Office of Children and Family Services must be obtained

(i) Nothing herein shall authorize the Corporation, directly or indirectly, to engage in or include among its purposes any of the activities mentioned in Section 404 of the New York Not-for-Profit Corporation Law except to the extent that such purposes or activities have been expressly approved via Certificate of Approval and/or Consent, pursuant to Section 404 of the New York Not-for-Profit Corporation Law

(j) To lend money, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested

(k) To make capital contributions or subventions to other not-for-profit corporations

(l) To accept subventions from other persons or any unit of government

(m) To carry on its operations and have offices and exercise its powers in any jurisdiction within or without the United States, to the extent authorized by Volunteers of America, Inc., a New York Corporation

(n) To elect or appoint officers, employees and other agents of the Corporation, define their duties, fix their reasonable compensation and the reasonable compensation of directors and to indemnify corporate personnel. Such compensation shall be commensurate with services performed

(o) To adopt, amend or repeal by-laws relating to the business of the Corporation, the conduct of its affairs, its rights or powers, or the rights or powers of its shareholders, directors or officers

(p) To make donations, irrespective of corporate benefit, for the public welfare or for community fund, hospital, charitable, educational, scientific, civic or similar purposes, and in time of war or other national emergency in aid thereof

(q) To the extent permitted in any jurisdiction and authorized by Volunteers of America, Inc., a New York Corporation, to be a member, associate or manager of other not-for-profit activities or to be an incorporator of other corporations

(r) To do everything necessary, suitable or proper for the accomplishment, attainment or furtherance of, to do every other act or thing incidental to, appurtenant to, growing out of, or connected with, the purposes, objects or powers set forth in this Certificate of Incorporation, whether alone or in association with others, to possess all the rights, powers and privileges now or hereafter conferred by the laws of the State of New York upon a not-for-profit corporation organized under the laws of the State of New York and, in general, to carry on any of the activities and to do any of the things herein set forth to the same extent and as fully as a natural person or partnership might or could do, provided, that nothing herein set forth shall be construed as authorizing the Corporation to possess any purpose, object or power, or to do any act or thing forbidden by law to a not-for-profit corporation organized under the laws of the State of New York

8 Upon the dissolution or winding up of the Corporation for whatever reason, any and all assets including real or personal property which remain after the payment of, or provision for the payment of, all debts and liabilities of this Corporation, shall be distributed to Volunteers of America, Inc., a New York not-for-profit corporation, or its successor corporation or designee, or if it, or its successor corporation or designee, is not then in existence, exempt under section 501(c)(3) of the Internal Revenue Code, and qualified under state law, then to one or more organizations exempt under section 501(c)(3) whose mission and purpose are consistent with those of Volunteers of America, Inc. Consistent with the laws of the State of New York, it is set out herein that if dissolution or liquidation becomes a necessity, the Chief Executive Officer of Volunteers of America, Inc. or its successor corporation, or his/her qualified designee, shall be appointed and commissioned, as provided by law, as the liquidator and/or administrator of the dissolution proceedings.

9 This Corporation shall have no capital stock, nor shall the individual property of the members, officers, directors, or employees of this Corporation be liable for any corporate debts.

10 The Corporation shall be a Type B corporation under § 201 of the New York Not-for-Profit Corporation Law.

11 The County within New York in which the office of the Corporation is to be located is the County of Monroe.

12 The membership of the Corporation shall be composed of the members of the Board of Directors and such persons as may from time to time qualify as members in good standing with the Corporation.

13 The Secretary of State is designated as the agent of the Corporation upon whom process against it may be served, and the post office address within the State of New York to which the Secretary of State shall mail a copy of any process against the Corporation served upon him is 175 Ward Street, Rochester, New York, 14606, Attention: President and Chief Executive Officer.

14 The general management of the affairs and activities of this Corporation shall be, except as provided otherwise herein or in the bylaws, under the control, supervision and direction of the designated Board of Directors.

15 The property of this Corporation is irrevocably dedicated to the purposes delineated in Paragraph 4 and no part of the net income or assets of this Corporation shall ever inure to the benefit of any individual director, officer or member of the Corporation or any other private individual, except that reasonable compensation may be paid for services rendered to or for the Corporation.

16 These articles may be amended by vote of a majority of the entire membership, provided that no amendment or changes to the certificate of incorporation or the bylaws can take effect until approved by authority of the Board of Directors of Volunteers of America, Inc

V The foregoing amendments and this Restatement of the Certificate of Incorporation were authorized by a majority vote of the members entitled to vote thereon

IN WITNESS WHEREOF, this Certificate has been subscribed
July 30, 1998 by the undersigned who affirm that the statements made herein are true under the penalties of perjury



Loretta Darling, President



Richard Sarkis, Secretary

... ..



Volunteers of America
New York Office

Volunteers of America, Inc., a New York corporation, hereby consents to the attached Amendment and Restatement of the Certificate of Incorporation of Volunteers of America of Western New York, Inc.

By: Cynthia Lewin
Cynthia Lewin
Vice President and General Counsel

Date: 1/4/99

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Ministry of Service

110 South Dupont Street • Alexandria, Virginia 22314-3351 • Tel: 703-545-2288
Fax: 703-681-1972 • Web: www.voa.org

STATE OF NEW YORK
OFFICE OF CHILDREN AND FAMILY SERVICES
ALBANY, NEW YORK

KNOW ALL PERSONS BY THESE PRESENTS:

Pursuant to the provisions of Section 460-a of the Social Services Law and Section 404(b) of the Not-for-Profit Corporation Law, due inquiry and investigation having been made, approval is hereby given to the filing of the annexed restated certificate of incorporation of

VOLUNTEERS OF AMERICA OF WESTERN NEW YORK, INC.

on the condition that the purposes and duration included in the certificate as filed are consistent with the following purposes and duration: to establish and operate day care centers for children in Monroe County in perpetuity.

This approval will, upon the filing of the certificate with the Secretary of State, give the corporation the authority to engage in the activities set forth or summarized above for the period of time set forth above.

IN WITNESS WHEREOF, this document is executed and the seal of the New York State Office of Children and Family Services is affixed this *4th* day of *January, 1999*

BY:

Suzanne Z. Bennett
Suzanne Z. Bennett
Director
Bureau of Child Care
Division of Development and
Prevention Services

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George E Pataki
Governor

NEW YORK STATE
OFFICE OF TEMPORARY AND DISABILITY ASSISTANCE
40 NORTH PEARL STREET
ALBANY, NEW YORK 12243-0001

Brian J Wing
Commissioner

November 17, 1998

Mr. John G. Young
Projects Coordinator
Volunteers of America
175 Ward Street
Rochester, New York 14605

Re: Volunteers of America of Western New York, Inc.

Dear Mr. Young:

Returned herewith is the proposed restated Certificate of Incorporation of the above-captioned entity. The Office of Temporary and Disability Assistance has reviewed that document with respect to its authority to operate a shelter for adults (as defined in Social Services Law Section 2). The restated Certificate of Incorporation is approved with respect to its authority to operate a shelter for adults based on the inclusion of the following paragraph:

To operate a shelter for adults, as defined in Section 2 of the Social Services Law, as amended from time to time, for the purpose of providing temporary residential care, room, board, supervision, information and referral, and, where required by the New York State Office of Temporary and Disability Assistance or otherwise deemed necessary, social rehabilitation services for adults in need of temporary accommodations, supervision and services; provided, however, that the Corporation shall not establish or operate such shelter for adults without the prior written approval of the New York State Office of Temporary and Disability Assistance.

As the certificate does not become effective until filed with the Department of State, it is important that the certificate be filed promptly.

Please send a copy of the filing receipt that you receive from the Department of State to me at the above address.

Sincerely,

Inez Maria Haettenschwiler

Associate Attorney

cc:

James White
Robert Dawes
Fran Teeter

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Ph (518) 474 2721

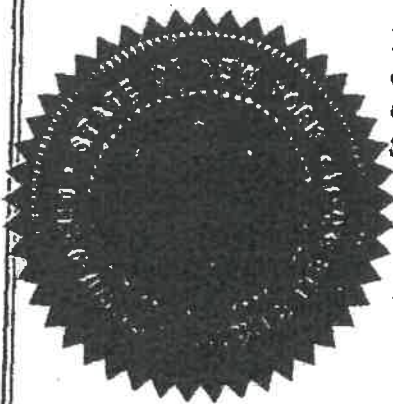
STATE OF NEW YORK
OFFICE OF ALCOHOLISM AND SUBSTANCE ABUSE SERVICES
ALBANY, NEW YORK

KNOWN ALL PERSONS BY THESE PRESENTS:

Pursuant to the provisions of Section 31 24 of the Mental Hygiene Law, and Section 805 and subdivision (v) of Section 404 of the Not-For-Profit Corporation Law, approval is hereby given to the filing of the annexed Restated Certificate of Incorporation of

VOLUNTEERS OF AMERICA OF WESTERN, NEW YORK, INC.

This approval shall be construed as an authorization for the corporation to engage in any activity for which the provisions of Article 31 of the Mental Hygiene Law require a Certificate of Approval or Operating Certificate issued by the Office of Alcoholism and Substance Abuse Services unless said corporation has been issued such Certificate of Approval or Operating Certificate, nor shall it be construed to eliminate the need for said corporation to meet any and all of the requirements and conditions precedent set forth in Article 31 of such law and the regulations promulgated thereunder for the issuance of said Certificate of Approval or Operating Certificate.



IN WITNESS WHEREOF, this instrument is executed and the Seal of the New York State Office of Alcoholism and Substance Abuse Services is affixed this 6TH day of NOVEMBER, 1998

ELLIOTT LEFKOWITZ
Assistant Director
Project Review Unit

Elliott Lefkowitz

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STATE OF NEW YORK
OFFICE OF THE ATTORNEY GENERAL

ELIOT SPITZER
Attorney General

MARTY MACK
Deputy Attorney General
Regional Offices

May 5, 1999

Woods, Oviatt, Gilman, Sturman & Clarke LLP
Att: Beth LoFaso, Legal Assistant
700 Crossroads Building
Two State Street
Rochester, New York 14614

Re Volunteers of America of Western New York, Inc
Restated Certificate of Incorporation

Dear Beth:

Thank you for providing me with the original Certificate of Incorporation and the proposed Restated Certificate of Incorporation for the above not-for-profit corporation.

Please be advised that the Attorney General has no objection to the filing of the Restated Certificate of Incorporation for review by a Justice of the Supreme Court. It is my understanding that such review may be made on ex parte application.

Please send me proof of filing of the Restated Certificate of Incorporation so I may close our file on the matter.

Very truly yours,

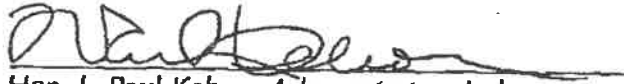

Audrey Cooper
Assistant Attorney General

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CONSENT

I, Hon. L Paul Kehoe, Justice of the Supreme Court for the Seventh Judicial District, hereby approve the foregoing Restated Certificate of Incorporation of Volunteer's of America of Western New York, Inc and consent that the same be filed with the New York Secretary of State

Dated May 12, 1999



Hon L Paul Kehoe, Administrative Judge
Supreme Court, Seventh Judicial District

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990525000 *Edp*

RELYEA-75
Drawdown

RESTATED CERTIFICATE OF INCORPORATION
OF
VOLUNTEERS OF AMERICA OF WESTERN NEW YORK,
INC.

Under Section 805 of the Not-for-Profit Corporation Law

STATE OF NEW YORK
DEPARTMENT OF STATE

~~MAY 25 1999~~ 5/25/99

FILED
TAXS 0
BY JAH
MONOR

Filed By
Relyea Services, Inc
P O Box 5167
Albany, New York
12205-0167

RECEIVED
MAY 24 2 30 PM '99

RELYEA-75

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990525000 *850*

State of New York }
Department of State } SS

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.

MAY 25 1999

Witness my hand and seal of the Department of State on



A handwritten signature in cursive script, appearing to read "J. Clark", written in black ink.

Special Deputy Secretary of State

Grants Gateway Pre-Qualification

Volunteers of America of Western New York, Inc. (VOA) has been pre-qualified in the New York State Grants Gateway System for more than 7 years. VOA ensures that we keep our Document Vault updated with all required information. Attached is the most recent pre-qualification confirmation message from January 2022, confirming that our organization is pre-qualified in Grants Gateway. VOA had opened our Document Vault to upload updated audited financials and 990 documents. After the review of these new documents, we received the confirmation that Volunteers of America continues to be pre-qualified in the Grants Gateway.

Patty Drake

From: NoReplyGrantsGateway@its.ny.gov
Sent: Friday, January 28, 2022 10:03 AM
To: Patty Drake; Stephanie Monti; Patty Drake; Shayna Jennings Weider
Subject: Document Vault Prequalified

Notice: This message originated outside the organization. **Do not open** unexpected attachments or click on links.

Congratulations, your Document Vault GDV-OTDA-00150 has been reviewed and you are now prequalified to do business with New York State. You will be notified via email when any of the elements of your document vault are expiring so you can keep your prequalification status up to date.