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New York State Department of State
Division of Corporations, State Records and Uniform Commercial Code
One Commerce Plaza, 99 Washington Ave. Albany, NY 12231
www.dos.state.ny.us

CERTIFICATE OF INCORPORATION OF

Chinese Club of Western New York, Inc.

(Insert Corporation Name)

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

FIRST: The name of the corporation is:

Chinese Club of Western New York, 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(*type or print clearly*):

1. To promote culture exchanges and understanding of Chinese culture and affairs by all people
2. To promote and perpetuate the fellowship among members, and to cultivate a spirit of cooperation
3. To participate as a member in selected activities of the community
4. Supervise a Chinese School teaching Chinese Language to our club members and their family members (every Saturday morning from 9:00 am to 11:00 am while local public school is open)

The following disclaimers apply to the Chinese School:

- a). Nothing herein shall authorize the corporation to operate, maintain or manage 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.
- b). Nothing herein shall authorize the corporation to operate or maintain a library, museum, archive or historical society or to own or hold collections.
- c). Except as authorized by Title VIII or other applicable statute, nothing herein shall authorize the corporation to engage in the practice of any profession in New York, engage in the training of any profession in New York or to use a professional title or term of any profession in New York in violation of Title VIII of the Education Law.
- d). The corporation will restrict the provision of counseling services to instruction, advice, support, encouragement or information to individuals, families, and relational groups, provided that this shall not include the diagnosis or treatment of mental, emotional, nervous, or behavioral disorders.

FOURTH: The corporation shall be a Type B corporation pursuant to Section 201 of the Not-for-Profit Corporation Law. (Please insert Type A, B, C or D, as appropriate.)

FIFTH: The office of the corporation is to be located in the County of Erie, State of New York.

SIXTH: The names and addresses of the initial directors of the corporation are (a minimum of three are required):

Name	Address
Zhang, Lixin	51 S Woodside In, Williamsville, NY 14221
Liu, Robert	163 Wellingwood Dr, E. Amherst, NY 14051
Qian, Ning	811 Campbell Blvd, Amherst, NY 14228

SEVENTH: The Secretary of State is designated as agent of the corporation upon whom process against it may be served. The address which the Secretary of State shall mail a copy of any process accepted on behalf of the corporation is:

51 S Woodside In, Williamsville, NY 14221

EIGHTH: (Corporations seeking tax exempt status may include language required by the Internal Revenue Service in this paragraph. See instructions, paragraph eighth.)

Purpose Clause:

The corporation is formed exclusively for charitable and not-for-profit purposes, including the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provisions of any future tax code or laws.

Dissolution Clause:


Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code. Any assets not so disposed shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation is located. Disposal shall be made exclusively for exempt or public purposes, or be made to such organization or organizations as the court shall determine to be organized exclusively for such purposes.

The incorporator or incorporators must sign the Certificate of Incorporation and type or print his/her name and address.

Lixin Zhang

(Type or print name of incorporator)

X



(Signature)

51 S Woodside Ln, Williamsville, NY 14221

(Address)

X

(Type or print name of incorporator)

(Signature)

(Address)

X

(Type or print name of incorporator)

(Signature)

(Address)

STATE OF NEW YORK
THE STATE EDUCATION DEPARTMENT
Albany, New York

**CONSENT TO FILING WITH THE DEPARTMENT OF STATE
(General Use)**

Consent is hereby given to the filing of the annexed certificate of incorporation

of Chinese Club of Western New York, Inc.

[name of entity]

pursuant to the applicable provisions of the Education Law, the Not-for-Profit Corporation Law, the Business Corporation Law, the Limited Liability Company Law or any other applicable statute.

This consent is issued solely for purposes of filing the annexed document by the Department of State and 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 entity, nor shall it be construed as giving the officers or agents of such entity 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.

DAVID M. STEINER
Commissioner of Education

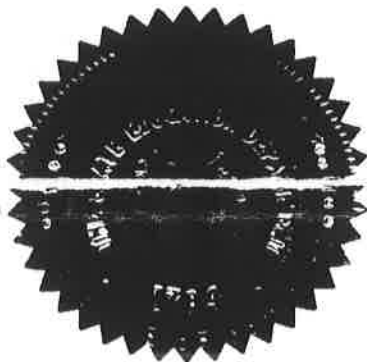
By:

Kathleen Marinelli
Kathleen Marinelli

Commissioner's authorized designee

7/1/10
Date

**THIS DOCUMENT IS NOT VALID WITHOUT THE SIGNATURE OF THE
COMMISSIONER'S AUTHORIZED DESIGNEE AND THE OFFICIAL SEAL OF THE
STATE EDUCATION DEPARTMENT.**



LI WEI
RE: CHINESE CLUB OF WESTERN NEW YORK INC
241 RANSOM RD
LANCASTER NY 14086

CUST REF: MAIL

Enclosed is the information you requested. Your payment of
\$5.00 is hereby acknowledged.

If the name on the enclosed document(s) does not match exactly
with the name of the entity you requested, this office does not
have a record of the exact name you requested. The document(s)
provided appear(s) to be of sufficient similarity to be the
entity requested.