

FILING RECEIPT

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ENTITY NAME: UNSHATTERED, INC.

DOCUMENT TYPE: INCORPORATION (NOT-FOR-PROFIT)

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CATANIA MAHON MILLIGRAM & ETAL
ONE CORWIN COURT

12/07/2016

NEWBURGH, NY 12550

ADDRESS FOR PROCESS:

THE CORPORATION
26 COOPERS LANE
HOPEWELL JUNCTION, NY 10570

REGISTERED AGENT:



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SERVICE COMPANY: COLBY ATTORNEYS SERVICE COMPANY - 08

SERVICE CODE: 08

FEEs 85.00

FILING 75.00
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OPAL 0.00
REFUND 0.00

STATE OF NEW YORK

DEPARTMENT OF STATE

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.



WITNESS my hand and official seal of the
Department of State, at the City of Albany,
on December 8, 2016.

A handwritten signature in dark ink, appearing to read "B. Fitzgerald", written over a horizontal line.

Brendan W. Fitzgerald
Executive Deputy Secretary of State

DC-08

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CERTIFICATE OF INCORPORATION
OF
UNSHATTERED, INC.

UNDER SECTION 402 OF THE
NOT-FOR-PROFIT CORPORATION LAW

The undersigned, for the purposes of forming a corporation pursuant to Section 402 of the Not-for-Profit Corporation Law of the State of New York, does hereby certify:

FIRST: The name of the corporation is:

Unshattered, Inc.

SECOND: The Corporation is a corporation as defined in subparagraph (a)(5) of Section 102 of the Not-for-Profit Corporation Law in that it is not formed for pecuniary profit or financial gain, and no part of the assets, income or profits of the Corporation shall be distributable to, or inure to the benefit of, its members, directors, officers or any private person.

THIRD: The corporation is organized as a not-for-profit entity to operate programs that provide job and life skills, spiritual and leadership training, and employment to disadvantaged individuals who are successfully recovering from issues such as addiction, prostitution, trafficking, homelessness, etc. Services are provided in accordance with and in the context of the Christian faith and Biblical principles and will incorporate Christian training, Christian discipleship, Bible Study and the teaching of life skills to rebuild broken lives in an atmosphere of Christian warmth, trust, support and love.

To fulfill the corporate purposes set forth above, the Corporation shall have the following powers:

(i) 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, or any interest therein, wherever situated;

(ii) To sell, convey, lease, exchange, transfer or otherwise dispose of, or mortgage or pledge, or create a security interest in, all or any of its property, or any interest therein, wherever situated;

(iii) 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;

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

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

(vi) 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;

(vii) 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;

(viii) 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;

(ix) To solicit, accept, hold, invest, reinvest and administer gifts, grants, bequests, contributions, devises, benefits of trusts, endowments, and property of any kind without limitation as to amount or value and to use, disburse or pay the income or principal thereof exclusively for these purposes; and

(x) To have and exercise all powers necessary to effect any or all of the purposes for which the Corporation is formed.

FOURTH: The Corporation is not formed to engage in any activity or 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 this Corporation, directly or indirectly, to engage in, or include among its purposes any of the activities mentioned in Section 404(a)-(v) of the Not-for-Profit Corporation Law.

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

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

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

1. Pat Toole 2 Buttonwood Ln Westport, CT 06880-4045
2. Beth Greco 40 Walter Hoving Road, Garrison, NY 10524 _____
3. Pam King 624 7th St SW Rochester MN 55902 _____

EIGHTH: 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 mail a copy of any process accepted on behalf of the Corporation is:

Unshattered, Inc.
26 Coopers Lane
Hopewell Junction, New York 10570

NINTH: 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 Paragraph THIRD above:

(a) Notwithstanding any other provision of this certificate, the Corporation is incorporated exclusively for one or more charitable, religious, scientific and educational purposes as specified in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501(c)(3) of the Code or by an organization contributions to which are deductible under Section 170(c)(2) of the Code.

(b) No part of the net earnings of the Corporation shall inure to the benefit of any member, trustee, director, officer of the Corporation, or to any private individual, except that reasonable compensation may be paid for services rendered to or for the Corporation, and no trustee, director, or officer of the Corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets upon dissolution of the Corporation.

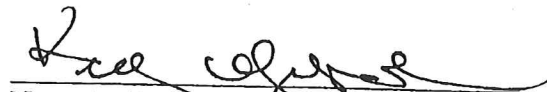
(c) No substantial part of the activities of the Corporation shall be carrying on propaganda, or otherwise attempting to influence legislation except as otherwise provided by Section 501(h) of the Code or participating in, or intervening in (including the

publication or distribution of statements) any political campaign on behalf of any candidates for public office.

(d) In the event of dissolution, all of the remaining assets and property of the Corporation shall, after paying or making provision for the payment of all of the liabilities and obligations of the Corporation, be distributed, pursuant to a plan of distribution adopted by the Board of Directors, to an organization with a mission similar to that of the Corporation, provided that organization shall then qualify under Section 501(c)(3) of the Code, subject to the authorization of the plan of dissolution by the New York Attorney General under Section 1002 of the Not-for-Profit Corporation Law.

(e) In any taxable year in which the Corporation is a private foundation, as described in Section 509(a) of the Code, the Corporation shall distribute its income for said period at such times and in such manner as to not subject it to tax under Section 4942 of the Code and the Corporation shall not (i) engage in any act of self-dealing, as defined in Section 4941(d) of the Code; (ii) retain any excess business holdings as defined in Section 4943(c) of the Code; (iii) make any investments in such manner as to subject the Corporation to tax under Section 4944 of the Code; or (iv) make any taxable expenditures as defined in Section 4945(d) of the Code.

IN WITNESS WHEREOF, the undersigned incorporator, being over the age of eighteen, has executed this certificate this 1st day of December, 2016.



Name: Kelly C. Lyndgaard
Incorporator

26 Coopers Lane
Hopewell Junction, New York 10570

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CERTIFICATE OF INCORPORATION
OF
UNSHATTERED, INC.

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

Filed by: Catania, Mahon, Milligram & Rider, PLLC
One Corwin Court
Newburgh, NY 12550

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STATE OF NEW YORK
DEPARTMENT OF STATE

FILED DEC 06 2016

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