

Certificate of Incorporation
of
North Atlantic Canoe and Kayak, Inc.

under section 402 of the Not-For-Profit Corporation Law

- I. The name of the corporation is North Atlantic Canoe and Kayak, Inc.
- II. The corporation is a corporation as defined in subparagraph (a)(5) of § 102 (Definitions) of the Not-For-Profit Corporation Law.
- III. The purposes for which the corporation is formed under § 201 (Purposes) are educational and literary. The corporation will promote ongoing education in safe and responsible canoeing and kayaking—for paddlers of all skill levels—on the rivers, lakes, and coastal waters of the Northeastern United States. The corporation will specifically:
 - promote safe and responsible canoeing and kayaking to its members, to the general public, to manufacturers or distributors of paddlecraft, paddlecraft accessories, and paddlecraft clothing, to professional canoe and kayak tour companies, to others in the paddlesport industry; and to those who instruct any aspect of canoeing or kayaking;
 - encourage paddlers of all skill levels to learn, and continue to advance in, all aspects of safe, proficient use, enjoyment, and appreciation of canoes and kayaks;
 - encourage paddlers to obtain the basic skills needed to safely participate in and enjoy a specific aspect of canoeing or kayaking and to develop those skills to the limits of their ability;
 - regularly make available qualified, certified instruction—appropriate for participants’ skill levels—in all aspects of safe, proficient use, enjoyment, and appreciation of canoes and kayaks;

- regularly make available qualified, certified, assessment of those skills necessary to ensure safe, proficient use, enjoyment, and appreciation of canoes and kayaks;
- create and maintain training and skills standards for its instructors, its leaders and its members;
- conduct and participate in conferences for information exchange with its members, with the general public, with manufacturers or distributors of paddlecraft, paddlecraft accessories, and paddlecraft clothing, with professional canoe and kayak tour companies, with others in the paddlesport industry; and with those who instruct any aspect of canoeing or kayaking;
- conduct and participate in programs that protect our natural environment, promote low impact use of our natural resources, and protect the rights of all paddlers to use and access the rivers, lakes, and coastal waters of the Northeastern United States;
- interact with federal, state, and local agencies that regulate watercraft;
- interact with federal, state, and local agencies that regulate environmental conservation and access to rivers, lakes, and coastal waters of the Northeastern United States;
- create and publish reports, position papers, and comments on government regulations, legislation, and judicial proceedings within its area of interests;
- encourage its members to write articles that promote safe, responsible canoeing and kayaking and that foster understanding and appreciation of canoeing and kayaking for publication in a corporation newsletter, in journals devoted to paddle sports, and in journals read by the general public;
- represent its members' interests to relevant agencies, industries, and the general public;

- provide its members with opportunities for camaraderie and socialization; and
 - cooperate with other organizations that have similar goals.
- IV. The corporation shall be a Type B corporation pursuant to § 201 of the Not-For-Profit Corporation Law.
- V. The office of the corporation is to be located in the County of Suffolk, State of New York.
- VI. The names and addresses of this corporation's initial directors are:

Gordon Dayton
37 Jeremy Circle
Nesconset, New York 11767

Douglas Ford
20 Robert Drive
Huntington, New York 11743

Elizabeth O'Connor
1036 Locust Lane
Bohemia, New York 11716

Pamela Selkin
801 Walt Whitman Road
Melville, New York 11747

Stuart Selkin
801 Walt Whitman Road
Melville, New York 11747

Timothy Williams
3 Grande Court
Coram, New York 11727

- VII. The Secretary of State is designated as agent of the corporation upon whom process against it may be served. The address within or without this state to which the Secretary of State shall mail a copy of any process accepted on behalf of the corporation is:

801 Walt Whitman Road
Melville, New York 11747

- VIII. State and Federal exemption.

Notwithstanding any other provisions of these articles, the corporation is organized exclusively for one or more of the purposes as specified in § 501(c)(3) of the Internal Revenue Code of 1954, and shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal income tax under IRC § 501(c)(3) or corresponding provisions of any subsequent Federal tax laws.

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

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 IRC § 501(h)] or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidates for public office.

In the event of dissolution, all of the remaining assets and property of the corporation shall, after necessary expenses thereof, be distributed to another organization under IRC § 501(c)(3), or corresponding provisions of any subsequent Federal tax laws, or to the Federal government, or state or local government for a public purpose, subject to the approval of a Justice of the Supreme Court of the State of New York.

In any taxable year in which the corporation is a private foundation as described in IRC § 509(a), the corporation shall distribute its income for said period at such time and manner as not to subject it to tax under IRC § 4942, and the corporation shall not (a) engage in any act of self-dealing as defined in IRC § 4941(d), retain any excess business holdings as defined in IRC § 4943(c), (b) make any investments in such manner as to subject the corporation to tax under IRC § 4944, or (c) make any taxable expenditures as defined in IRC § 4945(d) or corresponding provisions of any subsequent Federal tax laws.

In witness whereof, each of the undersigned incorporators, being at least nineteen years of age, affirm that the statements made herein are true under the penalties of perjury.

Dated: June 6, 2005

Stuart Selkin, MD, JD
801 Walt Whitman Road
Melville, New York 11747
[incorporator]

S/

Pamela Selkin, JD
801 Walt Whitman Road
Melville, New York 11747
[incorporator]

S/

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Filed By:

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