Maplewood Memorial Library Foundation, A New Jersey Non-Profit Corporation
EIN 45-1733485

CERTIFICATE OF INCORPORATION

OF

MAPLEWOOD MEMORIAL LIBRARY FOUNDATION,

A NEW JERSEY NON-PROFIT CORPORATION
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MAPLEWOOD MEMORIAL LIBRARY FOUNDATION, A NEW JERSEY NON-PROFIT CORPORATION

I, the undersigned, acting as the incorporator of a charitable incorporation under the New Jersey Nonprofit Corporation Act, hereby adopt the following Certificate of Incorporation for such corporation:

FIRST: The name of the Corporation is: MAPLEWOOD MEMORIAL LIBRARY FOUNDATION, A NEW JERSEY NON-PROFIT CORPORATION (the "Corporation").

SECOND: The Corporation is a non-profit corporation organized and operated not for a pecuniary profit. The purposes for which the Corporation is organized are:

1. To fundraise and to provide support for the Maplewood Memorial Library.
2. To promote and improve the Maplewood Memorial Library.
3. To promote literacy and library services for the public.
4. To engage in other activities within the purposes for which non-profit corporations may be organized under the laws of the State of New Jersey and pursuant to section 501(c)(3) of the Internal Revenue Code ("501(c)(3)").

The Corporation is organized exclusively for charitable and educational purposes, including, for such purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) and to that end to hold any property, or any undivided interest therein, without limitation as to amount of the value, to dispose of any such property and to invest, reinvest, or deal with the principal or the income in such manner as, in the judgment of the trustees, will best promote the purposes of the Corporation without limitation, except such limitations, if any, may be contained in the instrument under which such property is received, this Certificate of Incorporation, the Bylaws of the Corporation, or any applicable laws, to do any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof, but not for the pecuniary profit or financial gain of its trustees or officers except as permitted under the Nonprofit Corporation Act, and provisions of the Code applicable to qualified tax exempt organizations under 501(c)(3).

Notwithstanding any other provision of this document, the Corporation shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal taxation under section 501(c)(3), or corresponding section of any future federal tax code.
or (b) by an organization contributions to which are deductible under section 170(c)(2) of the Code, or corresponding section of any future federal tax code.

THIRD: The Corporation shall have board members, with powers and responsibilities described in the Bylaws. The number of directors constituting the first Board of Directors is three (3) and the names and residences or other addresses where mail is regularly received by the persons who are to serve as such directors are:

1. Rowland Bennett  
   61 Burnet Street  
   Maplewood, NJ 07040

2. Ellen Davenport  
   106 Durand Road  
   Maplewood, NJ 07040

3. Kevin Sheridan  
   863 Valley St.  
   Vauxhall, NJ 07088

The bylaws of the Corporation shall provide the number of not less than three (3) directors constituting the Board of Directors other than the initial Board of Directors.

FOURTH: The method of electing board members shall be set forth in the Bylaws of the Corporation.

FIFTH: The address and postal destination of the Corporation’s initial registered office is 51 Baker Street, Maplewood, NJ 07040 and the name of the registered agent at said registered office is Rowland Bennett.

SIXTH: The Corporation shall not participate directly or indirectly in political campaigning on behalf of or in opposition to any candidate for elective public office; contribute to political campaign funds; or make public statements of position, made on behalf of the organization in favor of or in opposition to any candidate for public office.

SEVENTH: The Corporation shall have perpetual duration.

EIGHTH: Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purpose within the meaning of section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organizations, as said court shall determine, which are organized and operated exclusively for such purposes.
IN WITNESS WHEREOF: I, Charles Auffant, an Incorporator of the above-named Corporation, have signed this Certificate of Incorporation on the twelfth (12) day of November, 2010. My address is c/o Community Law Program, Rutgers Law School-Newark, 123 Washington Street, Newark, New Jersey 07102.

Charles Auffant, Incorporator