

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 August 20, 2013.

Anthony Giardina

Anthony Giardina
Executive Deputy Secretary of State

130801000764

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.ny.gov

CERTIFICATE OF INCORPORATION OF

MOIN UDDIN ACADEMY - FACES, INC.

(Insert Corporation Name)

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

FIRST: The name of the corporation is:

MOIN UDDIN ACADEMY - FACES, 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-Part A: The purpose or purposes for which the corporation is formed are as follows:
The corporation is dedicated to supporting the social & educational programs that positively impact the social development of families, communities & villages, with a particular emphasis on children, giving hope for a better future, especially to those who are underserved. The corporation will make a positive and meaningful global impact by focusing on grassroots initiatives and programs, engaging families and individuals from the communities within. Through social and educational programs, the foundation aims to empower families and communities, making them more self-reliant, helping to improve lives, with a lasting hope of a better future. The organization will provide charitable support and benevolent assistance to suitable recipients to encourage cultural awareness and education through activities such as dancing, theater, and music. We will assist with tuition assistance and school supplies to ensure students who want to further their education are able to do so. The organization will support sports programs and basic healthcare needs of communities while providing seminars on health and hygiene. All activities & projects will be managed directly by the MUA foundation, with a combination of volunteers and staff, who are operating on the 'ground' in communities around the world.

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.

MOIN UDDIN ACADEMY - FACES, INC.

THIRD-Part B: If the corporation is a Type C corporation, the lawful public or quasi-public objective which each business purpose will achieve is:

FOURTH: The corporation shall be a Type A Type B Type C Type D corporation pursuant to Section 201 of the Not-for-Profit Corporation Law.

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

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

Name: MOIN UDDIN
Address: 261 WEST 139TH STREET
NEW YORK, NY 10030

Name: SERAJ UDDIN
Address: 11 FLEETCLOSE
SURREY, GBR

Name: REGINA MERKOVA
Address: 261 WEST 139TH STREET
NEW YORK, NY 10030

SEVENTH: 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:

261 WEST 139TH STREET
NEW YORK, NY 10030

MOIN UDDIN ACADEMY - FACES, INC.

EIGHTH: (Optional - Corporations seeking tax exempt status may include language required by the Internal Revenue Service in this paragraph.)

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:

- a. Moin Uddin Academy - faces, Inc. is organized for exclusively religious, charitable, educational and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under said Section 501(c)(3) of the Internal Revenue Code of 1986.
- b. Notwithstanding any other provision of these Articles, this organization 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 Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.
- c. No substantial part of the activities of the corporation shall be carrying on propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.
- d. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof.
- e. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for payment of all the liabilities of the corporation, dispose of the residual assets of the corporation exclusively for exempt purposes of the corporation in such manner, or to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or corresponding Sections of any future Internal Revenue Code. Any such assets not so disposed of shall be disposed of by the Superior Court of the county in which the principal office of the corporation is then located, for such purposes or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

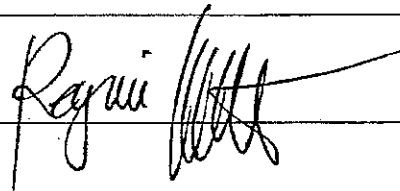
Incorporator Name: REGINA MERKOVA

(Type or Print)

Address:

261 WEST 139TH STREET, NEW YORK, NY 10030

Signature **X**



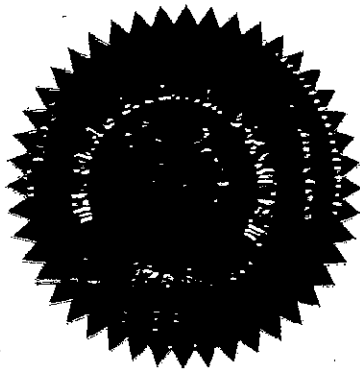
STATE OF NEW YORK
THE STATE EDUCATION DEPARTMENT
Albany, New York

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

Consent is hereby given to the filing of the annexed certificate of incorporation
of MOIN UDDIN ACADEMY - FACES, 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.

JOHN B. KING, JR.
Commissioner of Education

By:

Seth D. Gilboord
Seth D. Gilboord

Commissioner's authorized designee

JUL 19 2013

Date

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

130801000764

CERTIFICATE OF INCORPORATION
OF

MOIN UDDIN ACADEMY - FACES, INC.

(Insert Corporation Name)

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

FILED BY: Name: REGINA MERKOVA

Mailing Address: 261 WEST 139TH STREET

City: NEWYORK

State: NY

Zip Code: 10030

NOTE: This sample form is provided by the New York State Department of State Division of Corporations for filing a certificate of incorporation. This form is designed to satisfy the minimum filing requirements pursuant to the Not-for-Profit Corporation Law. The Division will accept any other form which complies with the applicable statutory provisions. The Division recommends that this legal document be prepared under the guidance of an attorney. The Division does not provide legal, accounting or tax advice. This certificate must be submitted with a \$75 filing fee made payable to the "Department of State."

For DOS use only

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STATE OF NEW YORK
DEPARTMENT OF STATE
FILED AUG 01 2013
TAXS _____
BY: Paul

new york

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