SAMPLE FORM TO BE SHOWN TO YOUR ATTORNEY

**[NAME] CONGREGATION OF JEHOVAH'S WITNESSES,
[CITY], NEW YORK**

CERTIFICATE OF INCORPORATION

We, the undersigned, all being natural persons at least eighteen years of age, for the purpose of incorporating an unincorporated congregation of Jehovah's Witnesses of which we are members, pursuant to Article 10 of the Religious Corporations Law, hereby certify as follows:

ARTICLE I

A meeting of the [NAME] CONGREGATION OF JEHOVAH'S WITNESSES, [CITY], NEW YORK, an unincorporated congregation, was called and duly held in conformity with Article 10 of the Religious Corporations Law at the Kingdom Hall of Jehovah's Witnesses, [City], New York, the congregation's regular meeting place, on the ___ day of _____, _____ (the "meeting"). A majority of the duly qualified voters, being at least six in number, were present at the meeting. _____, one of the subscribers, acted as the presiding officer and _____ and _____, the other subscribers, were present, and all of them voted at the meeting. At the meeting, it was duly decided that the congregation should become incorporated based on the terms stated in this Certificate.

ARTICLE II

The name of this Corporation is [NAME] CONGREGATION OF JEHOVAH'S WITNESSES, [CITY], NEW YORK. The duration of the Corporation shall be perpetual.

ARTICLE III

The purposes for which the Corporation is formed are religious and specifically (1) to provide and maintain a proper place of worship for the benefit of Jehovah's Witnesses in and around the State of New York and those who desire to attend such worship conducted by Jehovah's Witnesses in order to learn the truths of the faith and beliefs of Jehovah's Witnesses, which are based upon the Bible, the written word of Almighty God, Jehovah; and (2) to acquire by gift, legacy, bequest, purchase, or lease; hold and manage; and/or mortgage, sell, convey, or otherwise dispose of real estate and personal property in any lawful manner that may seem proper and best to provide and maintain such place of worship.

ARTICLE IV

The Corporation shall have members. The number of members, members' qualifications, and other matters pertaining to members shall be as provided in the bylaws.

ARTICLE V

A. The number of trustees shall be three. The names of the persons elected as trustees and the terms of office for which they were respectively elected are as follows:

1. _____, to hold office until the first annual election of trustees;
[Name]

2. _____, to hold office until the second annual election of trustees; and
[Name]

3. _____, to hold office until the third annual election of trustees.
[Name]

The annual meeting for the election of trustees shall be held as set forth in the bylaws.

B. Trustees' qualifications, the manner of electing trustees, and other matters pertaining to trustees shall be as provided in the bylaws.

C. To the extent permitted by law, no trustee, officer, or member of the Corporation shall be personally liable for any debts, liabilities, or obligations of the Corporation.

ARTICLE VI

The principal place of worship of the Corporation is located in the County of _____. [Name of the County in which the Kingdom Hall used by the congregation is located.]

ARTICLE VII

The property of this Corporation is irrevocably dedicated to religious purposes, and no part of the net earnings or assets of this Corporation shall inure to the benefit of a trustee, officer, or member of the Corporation or any private individual. No substantial part of the activities of this Corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, nor shall this Corporation participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of (or in opposition to) any candidate for public office. This Corporation is organized exclusively for religious purposes within the meaning of Internal Revenue Code Section 501(c)(3). Notwithstanding any other provisions of this Certificate, the Corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States tax code) or (2) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States tax code).

ARTICLE VIII

Subject to the provisions of section 18 of the Religious Corporation Law, upon the winding up and dissolution of this Corporation, after paying or adequately providing for debts and obligations of the Corporation, the remaining assets shall be distributed to Watchtower Bible and Tract Society of New York, Inc. No assets will be deemed to be received by Watchtower Bible and Tract Society of New York, Inc., until such acceptance is evidenced in writing. If Watchtower Bible and Tract Society of New York, Inc., is not then in existence and 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 tax code), then said assets shall be distributed to any organization designated by the ecclesiastical Governing Body of Jehovah's Witnesses that is organized and operated for religious purposes and is a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding section of any future United States tax code).

IN WITNESS WHEREOF, we have executed and acknowledged the above instrument on this ___ day of _____, _____.

_____ _____

[Signature] [Address]

_____

[Typed or Printed Name]

_____ _____

[Signature] [Address]

_____

[Typed or Printed Name]

_____ _____

[Signature] [Address]

_____

[Typed or Printed Name]

STATE OF NEW YORK)
) ss.
COUNTY OF _____)

On the ___ day of _____ in the year _____ before me personally came _____, to me known, who, being by me duly sworn, did depose and say that he resides in _____
(if the place of residence is in a city, include the street and street number, if any, thereof); that he is the person described in and who executed the foregoing instrument; and that he duly acknowledged that he executed the same.

_____
NOTARY PUBLIC

STATE OF NEW YORK)
) ss.
COUNTY OF _____)

On the ___ day of _____ in the year _____ before me personally came _____, to me known, who, being by me duly sworn, did depose and say that he resides in _____
(if the place of residence is in a city, include the street and street number, if any, thereof); that he is the person described in and who executed the foregoing instrument; and that he duly acknowledged that he executed the same.

_____
NOTARY PUBLIC

STATE OF NEW YORK)
) ss.
COUNTY OF _____)

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_____
NOTARY PUBLIC