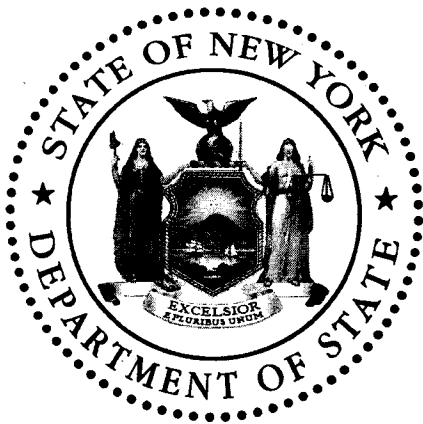


**STATE OF NEW YORK
DEPARTMENT OF STATE**

I hereby certify that the annexed copy for MONKEYSHINES MEDIA, INC., File Number 210609000687 has been compared with the original document in the custody of the Secretary of State and that the same is true copy of said original.

WITNESS my hand and official seal of the
Department of State, at the City of Albany,
on July 06, 2021.



Brendan C. Hughes

Brendan C. Hughes
Executive Deputy Secretary of State

CERTIFICATE OF INCORPORATION OF

Monkeyshines Media, Inc.

(Corporation Name)

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

FIRST: The name of the corporation is:

Monkeyshines Media, Inc.

SECOND: The corporation is a corporation as defined in subparagraph (5) of paragraph (a) of Section 102 of the Not-for-Profit Corporation Law.

THIRD: (Select all that apply)

The purpose(s) for which the corporation is formed is:

- any purpose for which corporations may be organized under the Not-for-Profit Corporation Law as a charitable corporation.
- any purpose for which corporations may be organized under the Not-for-Profit Corporation Law as a non-charitable corporation.
- any purpose for which corporations may be organized under the Not-for-Profit Corporation Law as a charitable corporation or as a non-charitable corporation. (Note: Checking this box results in the corporation being categorized as a charitable corporation in paragraph FIFTH.)
- the following specific purpose(s):

The corporation is formed to encourage the growth of artistic, creative, and cultural projects in the counties of Nassau and Suffolk by printing a periodical magazine and maintaining a website to showcase and support creative endeavors submitted by the public, and to charitably give moneys, raised via commercial underwriting and/or public donations and grants, in excess of expenses related to the printing and distribution of the magazine, to art and writing not-for-profit cultural and/or educational groups within the counties of Nassau and Suffolk.

FOURTH: *(Check the appropriate statement)*

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.

The corporation is formed to engage in an activity or for a purpose requiring consent or approval of a state official, department, board, agency or other body. Such consent or approval is attached.

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

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

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

Name: Jonathan Russell

Address: 203 Mill Rd., Medford, NY 11763

Name: Katherine Rasmussen

Address: 203 Mill Rd., Medford, NY 11763

Name: Rich Fantasia

Address: 6 Colden St., Huntington Station, NY 11746

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:

Jonathan Russell, 203 Mill Rd., Medford, NY 11763-1778

NINTH: *(Optional – Corporations seeking tax exempt status may include language required by the Internal Revenue Service in this paragraph. See Not-for-Profit Incorporation Instructions.)*

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.

This corporation is organized and operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

The property of this corporation is irrevocably dedicated to charitable and educational purposes. Upon the dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable and/or educational purposes and which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code.

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposed set forth in these articles.

Notwithstanding any other provision of these articles, this 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; or, (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

687

NAME, SIGNATURE & ADDRESS OF INCORPORATOR:

Jonathan Russell

(Print or Type Name of Incorporator)

X

(Signature of Incorporator)

203 Mill Rd

(Address of Incorporator)

Medford NY 11763-1778

(City, State, Zip Code)

CERTIFICATE OF INCORPORATION OF

Monkeyshines Media, Inc.

(Corporation Name)

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

Filer's Name and Mailing Address:

Jonathan Russell

Name:

Company, if Applicable:

203 Mill Rd

Mailing Address:

Medford NY 11763-1778

City, State and Zip Code:

NOTES:

1. §301 of the Not-for-Profit Corporation Law requires that the name contain "Incorporated" or "Inc." or one of the other words or abbreviations indicative of corporate character unless the corporation qualifies for one of the exceptions in §301.
2. This sample form is provided by the New York State Department of State for filing a certificate of incorporation.
3. This form is designed to satisfy the minimum filing requirements pursuant to the Not-for-Profit Corporation Law. The Department of State will accept any other form which complies with the applicable statutory provisions.
4. The Department of State recommends that this legal document be prepared under the guidance of an attorney.
5. The Department of State does not provide legal, accounting or tax advice.
6. This certificate must be submitted with a \$75 filing fee made payable to the Department of State.

STATE OF NEW YORK DEPARTMENT OF STATE

FILED JUN 09 2021

TAX \$

BY:

For DOS use only