

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
January 12, 2018.



A handwritten signature in black ink, appearing to read "B. Fitzgerald", written over a horizontal line.

Brendan Fitzgerald
Executive Deputy Secretary of State

BOARD OF STANDARDS AND APPEALS
HOME SAVINGS BANK BUILDING
11 NORTH PEARL STREET
ALBANY 7, N. Y.

State of New York
Department of Labor
Board of Standards and Appeals

-----X
In the Matter of the Application for Approval of a :
Certificate of Incorporation

of

CASE NO. CI-26A-58

THE BANQUET MANAGERS' GUILD, INC.

-----X
RESOLUTION OF APPROVAL

WHEREAS:

1. An application has been duly made for approval of said certificate of incorporation;
2. The Board has made such inquiry into the purposes of the proposed corporation as it has deemed advisable, and held a public hearing on November 14th, 1958;
3. The Board now finds and determines that the purposes of the proposed corporation are in all respects consistent with public policy and the Labor Law;

THEREFORE, IT IS RESOLVED, that the said certificate of incorporation be and the same hereby is approved and that a certified copy of this resolution of approval be annexed thereto.

WITNESS the signatures of the Chairman and Members of the Board of Standards and Appeals of the State of New York and the seal of the Department of Labor at Albany, New York, on the
24th day of December 1958.

WILLIAM S. MAXWELL
William S. Maxwell, Chairman

H. NYRON LEWIS
H. Nyron Lewis, Member

GEORGE S. RAYMOND
George S. Raymond, Member

141610-1

STATE OF NEW YORK
DEPARTMENT OF LABOR

STATE OF NEW YORK

BOARD OF STANDARDS AND APPEALS

BE:

I, E. HENRY LEWIS, A MEMBER OF THE BOARD OF STANDARDS AND APPEALS of the New York State Department of Labor, DO HEREBY CERTIFY that I have compared the foregoing copy of Decision rendered by, and resolution adopted by the Board of Standards and Appeals with the original thereof, and that the same is a true and correct copy and transcript of the said decision and resolution and of the whole thereof.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Department of Labor this 24th day of December 1938.



E. Henry Lewis
E. Henry Lewis
Member of Board of Standards
and Appeals

141610-2

OCT 16 1958

CERTIFICATE OF INCORPORATION
BOARD OF STANDARDS AND APPEALS
North Pearl St.
Albany, N. Y.

of
THE BANQUET MANAGERS' GUILD, INC.

Pursuant to the Membership Corporation Law,

WE, the undersigned, for the purpose of forming a membership corporation pursuant to the Membership Corporations Law of the State of New York, hereby certify:

1. The name of the proposed corporation shall be THE BANQUET MANAGERS' GUILD, INC.

2. The purposes for which it is formed are:

141610

To cement and solidify friendly relations between individual banquet managers; to foster good will and understanding between the individual banquet managers and the entire hotel and catering industries; to provide a meeting place and an opportunity for banquet managers to exchange views and discuss matters of mutual interest within the profession; to disseminate information to the membership; to raise the general standards prevalent within the industry; to consider duties and compensation of banquet managers throughout the hotel industry; to provide for the general welfare of its members; to conduct a program of public information ~~and~~ ~~education~~ with respect to the profession and functions of banquet managers; generally to provide for the mutual advancement of the interests of its members by means of, but not limited to, the foregoing; and to do any and all things necessary and lawful for the accomplishment of these purposes.

None of the purposes herein enumerated is intended to authorize the corporation or any of its members, in whole or in part, to bargain collectively, or deal with employers concerning grievances, terms or conditions of employment.

141610-3

3. The territory in which its operations are to be principally conducted is the United States of America.

4. Its principal office is to be located in the City, County and State of New York.

5. The number of its directors shall be not less than 3 nor more than 10.

6. The names and residences of the directors until the first annual meeting are:

<u>Name</u>	<u>Address</u>
Clyde Harris	1120 Fifth Avenue, New York 28, N. Y.
Benjamin Rama	312 West 48 Street, New York, N. Y.
George W. Frees	4 Peter Cooper Rd., Apt. 11-B, N.Y. 10, N.Y.
Felix Pettimaire	46 Smith Street, Rockville Center, L.I.
William Wright	299 Park Avenue, New York, N.Y.
John L. Webber	39 Greenhill Lane, Huntington, L.I., N.Y.
Louis E. Pages	62-85 Booth Street, Rego Park, L.I., N.Y.
John F. McDonnell	29 Roxbury Road, Garden City, N.Y.
Pierre Biri	Orchard Dr., Box 184, P.O. Allendale, N.J.

7. The duration of the corporation shall be perpetual.

8. All of the subscribers to this certificate are of full age; at least two-thirds of them are citizens of the United States; at least one is a resident of the State of New York. Of the persons named as directors, at least one is a citizen of the United States and a resident of the State of New York.

IN WITNESS WHEREOF, we have made, subscribed and acknowledged this certificate, this 14TH day of ^{OCTOBER} June, 1958.

[Handwritten signatures of subscribers]

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

On this ~~14th~~ ^{OCTOBER} day of ~~June~~, 1958, before me personally came
CLYDE HARRIS, FERRER RAMA, GEORGE W. FREES, FELIX PETITMAIRE,
WILLIAM WRIGHT, JOHN L. WEBBER, LOUIS E. PAGES, JOHN F. McDONNELL,
PIERRE BIRI, to me known and known to me to be the individuals
described in and who executed the foregoing instrument and they
duly and severally acknowledged to me that they executed the same.

Theresa Badalati

THERESA BADALATI
NOTARY PUBLIC, STATE OF NEW YORK
No. 41-5140500 - Queens County
Term Expires March 30, 1960

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

VINCENT J. MANDESE, being duly sworn, deposes and says that
he is attorney for the subscribers to the annexed certificate of
incorporation, and that no prior application for the approval of
said certificate by any justice of the Supreme Court has ever been
made, except that Hon. Vincent A. Lupiano approved the aforesaid
certificate on June ~~27~~ 1958 but hearing was required by Board of
Standards and Appeals which was held.

Sworn to before me this
5th day of ~~June~~ ^{Jan} 1959

Theresa Badalati

THERESA BADALATI
NOTARY PUBLIC, STATE OF NEW YORK
No. 41-5140500 Queens County
Term Expires March 30, 1960

Vincent J. Mandese

141610-5

I, **ARON STEINER** a Justice of the Supreme Court of the State of New York, First Judicial District, do hereby approve the Certificate of Incorporation of THE BANQUET MANAGERS' GUILD and consent that same be filed.

Dated, New York, **JAN 7 1959**.

Aron Steiner

Justice Supreme Court of
the State of New York

141610-6B

WJL

DB 1/15

141610

141610-7

CERTIFICATE OF INCORPORATION

of
THE BANQUET MANAGERS' GUILD,
INC.

STATE OF NEW YORK
DEPARTMENT OF STATE
FILED JAN 15 1959

TAX *29.00*
FILING FEE \$ *20*

Charles R. Deane
Treasurer of State

[Signature]
Treasurer of State

VINCENT J. MANDESE
ATTORNEY AT LAW
NEW YORK 206 N. Y. 17
511 Fifth Avenue

JAN 6 1959

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
January 12, 2018.



A handwritten signature in black ink, appearing to read "B. Fitzgerald", written over a horizontal line.

Brendan Fitzgerald
Executive Deputy Secretary of State

CERTIFICATE OF AMENDMENT
of the
CERTIFICATE OF INCORPORATION
of

RECEIVED
NOV 3 0 1979
DEPARTMENT OF STATE
INDUSTRIAL BOARD OF AFFAIRS
NEW YORK, NEW YORK

THE BANQUET MANAGERS' GUILD, INC.

UNDER SECTION 803 OF THE NOT-FOR-PROFIT CORPORATION LAW

A649190

INFO 3

We, the undersigned, the President and Secretary respectively of THE BANQUET MANAGERS' GUILD, INC., hereby certify:

1) The name of the corporation is

THE BANQUET MANAGERS' GUILD, INC..

2) The Certificate of Incorporation of THE BANQUET MANAGERS GUILD, INC. was filed by the Department of State on the 15th day of January, 1959. The said corporation was formed under the Membership Corporations Law of the State of New York.

3) The NATIONAL ASSOCIATION OF CATERING EXECUTIVES, INC. is a corporation as defined in sub-paragraph (a) (5) of Section 102 of the Not-For-Profit Corporation Law and is a Type A corporation under Section 201 of said law.

4) The post-office address without the state to which the Secretary of State shall mail a copy of any notice required by law is MARIOTT MOTOR INN, Cain Street and Courtland Avenue, Atlanta, Georgia 30303.

5) The Certificate of Incorporation of THE BANQUET MANAGERS GUILD, INC. is hereby amended to effect a change in the corporate name pursuant to Section 801 (b) (1) of the Not-For-Profit Corporation Law. Paragraph (1) of the Certificate of Incorporation is hereby amended to read as follows:

(1) The name of the corporation is NATIONAL ASSOCIATION OF CATERING EXECUTIVES, INC.

The corporate purposes are not enlarged, limited or in any way changed by this Certificate of Amendment.

6) The above amendment to the Certificate of Incorporation was authorized and approved by the MEMBERS at a meeting duly convened for that purpose on February 18, 1979.

7) The following approval and consent were endorsed on or annexed to the Certificate of Incorporation of THE BANQUET MANAGERS GUILD, INC.:

(1) The approval of a Justice of the Supreme Court, County of New York, pursuant to Section

404 (a) of the Not-For-Profit Corporation Law.

(2) The approval of the Board of Standards and Appeals, Department of Labor, Albany, New York.

Prior to the delivery of this Certificate of Amendment to the Department of State for filing, the approval and consent of the body or officer hereinabove set forth will be endorsed upon or annexed hereto.

IN WITNESS WHEREOF, we have signed this Certificate this 7th day of November, 1979.



President

EDWARD C. FRISCELLA



Secretary

HELEN L. ROBERTS

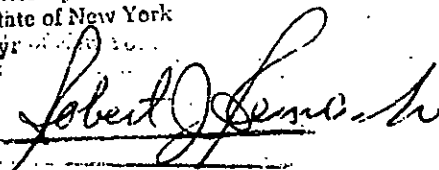
No Objection

Notice Waived

By: 1/22/80

ROBERT ABRAMS
Attorney General of the
State of New York

By:



Assistant Attorney General
New York State Office of
Municipal Affairs

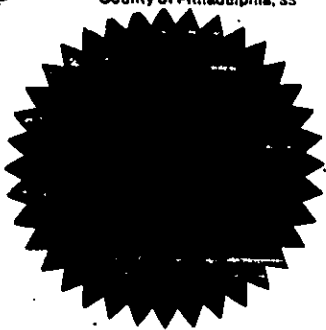
In the Court of Common Pleas of Philadelphia County

Nº 1025

Commonwealth of Pennsylvania

County of Philadelphia, ss

I, JOHN J. PETTIT, JR., Prothonotary of the Court of Common Pleas of said county, which is a Court of Record having an official seal, being the officer authorized by the laws of the Commonwealth of Pennsylvania to make the following Certificate,



do Certify, That Stacey K. Pirella Esquire, whose name is subscribed to the certificate of the acknowledgment of the annexed instrument and thereon written, or before whom the annexed affidavit was made was at the time of so doing or at the time of such acknowledgment a NOTARY PUBLIC for the Commonwealth of Pennsylvania, residing in the County of Philadelphia aforesaid, duly commissioned and qualified to administer oaths and affirmations and to take acknowledgments and proofs of Deeds or Conveyances for lands, tenements and hereditaments to be recorded in said Commonwealth of Pennsylvania, and to all whose acts, as such, full faith and credit are and ought to be given, as well in Courts of Judicature as elsewhere; and that I am well acquainted with the handwriting of the said NOTARY PUBLIC and verily believe the signature thereto is genuine, and I further certify that the said instrument is executed and acknowledged in conformity with the laws of the Commonwealth of Pennsylvania or that said oath or affirmation purports to be taken in all respects as required by the laws of the Commonwealth of Pennsylvania.

The impression of the seal of the Notary Public is not required by law to be filed in this office.
In Testimony Whereof, I have hereunto set my hand and affixed the seal of said Court, this SEVENTY-NINE (1979) day of NOVEMBER in the year of our Lord 19 SEVENTY-NINE (1979)

By Timothy P. Booker JOHN J. PETTIT, JR., Prothonotary.
Deputy Prothonotary
TIMOTHY P. BOOKER

STATE OF GEORGIA, Fulton County

I, BARBARA J. PRICE, Clerk of the Superior Court of said County, which Court is a court of record, do hereby certify that ~~Marie D. Slaton~~ is a duly appointed Notary Public in and for said State and County, and that he was appointed on the 24 day of April 1977 and that his commission as such Notary expires with the 23 day of April 1981 and that he resides in said County of Fulton.

I further certify that I am acquainted with the Signature of the said ~~Marie D. Slaton~~ as such Notary Public to the instrument hereto attached; that the same is genuine, and that, under the laws of Georgia, he is authorized to attest Deeds and instruments for record, take acknowledgements and administer oaths.

I further certify that the impression of the official seal of said ~~Marie D. Slaton~~ required by law to be filed in this office.

In witness of all of which, I hereunto subscribe my name and affix the Seal of this Court, this the 14 day of November 1979

Barbara J. Price

Clerk of the Superior Court of Fulton County, Ga.

By Chief Deputy Clerk _____

STATE OF PENNSYLVANIA)
) SS.
COUNTY OF DELAWARE)

EDWARD P. FISCELLA being duly sworn deposes and says,
that he is the President of The Banquet Managers' Guild, Inc. and
one of the persons who signed the foregoing certificate of amend-
ment, that he has read the certificate of amendment and knows the
contents thereof and that the same is true to his own knowledge.

Sworn to before me this
7th day of November, 1979.

Edward P. Fiscella

Harold R. Pullo
Notary Public

RECEIVED
NOV 30 1979
DEPARTMENT OF SOCIAL SERVICES
NEW YORK, NEW YORK

HAROLD R. PULLO
Notary Public
My Commission Expires June 23, 1983

STATE OF GEORGIA)
) SS.
COUNTY OF FULTON)

HELEN ROBERTS being duly sworn deposes and says,
that she is the Secretary of The Banquet Managers' Guild, Inc. and
one of the persons who signed the foregoing certificate of amend-
ment, that she has read the certificate of amendment and knows the
contents thereof and that the same is true to her own knowledge.

Sworn to before me this
12th day of November, 1979.

Helen L. Roberts

Maria D. Stator
Notary Public

Notary Public, State of Georgia
My Commission Expires June 23, 1981

CERTIFICATION

STATE OF NEW YORK
DEPARTMENT OF LABOR
INDUSTRIAL BOARD OF APPEALS

The attached is a true copy of a (Resolution) ~~(Memorandum)~~
dated December 12, 1979 in the Matter of THE BANQUET MANAGERS'
GUILD, INC.

which I have compared with the original in this office and which I
do hereby CERTIFY to be a true and correct transcript thereof.

WITNESS my hand and the seal of the Industrial Board of Appeals,
this 12th day of December , 1979.



ROBERT L. MARINELLI, ESQ.
COUNSEL

STATE OF NEW YORK
DEPARTMENT OF LABOR



MEMBERS
BENJAMIN GREENFIELD, Chairman
WILLIAM FRIEDBERG, Member
DOMINIC REVELLESE, Member
STANLEY M. MAKOWSKI, Member
KURT J. HAIN, Member

INDUSTRIAL BOARD OF APPEALS
Agency Building No. 2
Empire State Plaza
Albany, N.Y. 12223

ROBERT L. MARINELLI
COUNSEL

STATE OF NEW YORK
DEPARTMENT OF LABOR
INDUSTRIAL BOARD OF APPEALS

-----x
In the Matter of the Application of :
THE BANQUET MANAGERS' GUILD, INC. :
For Approval of a Certificate of :
Amendment of a Certificate of : Case No. CI-35-79
Incorporation under Section 802 of the :
Not-For-Profit Corporation Law :
-----x

RESOLUTION OF APPROVAL

WHEREAS:

1. An application has been duly made for approval of said Certificate of Amendment of a Certificate of Incorporation; and
2. The Board has made such inquiry into the objectives and purposes of the corporation as it has deemed necessary and advisable; and
3. The Board finds:
 - (a) that the purposes of the corporation are consistent with public policy and the Labor Law,
 - (b) that the name is consistent therewith and not misleading, and
 - (c) that no further hearing herein is necessary;

NOW, THEREFORE, IT IS HEREBY

RESOLVED:

1. That the said Certificate of Amendment of the Certificate of Incorporation be and the same hereby is approved; and

8

Re: Case No. CI-35-79

- 2 -

2. That a certified copy of this Resolution be annexed thereto.

WITNESS, the signatures of the Members of the Industrial Board of Appeals and the Seal of the Industrial Board of Appeals of the State of New York, at Albany, New York, on the

/s/ Benjamin Greenfield
BENJAMIN GREENFIELD, CHAIRMAN

/s/ William Friedberg
WILLIAM FRIEDBERG, MEMBER

/s/ Dominic Revellese
DOMINIC REVELLESE, MEMBER

/s/ Stanley M. Makowski
STANLEY M. MAKOWSKI, MEMBER

/s/ Kurt J. Hain
KURT J. HAIN, MEMBER

Dated and Filed in the Office
of the Industrial Board of
Appeals, at Albany, New York,
on December 10 , 1979.

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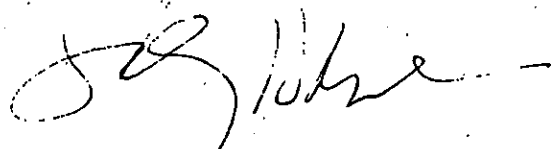
I, SIDNEY H. ASCH, Justice of

the Supreme Court of the State of New York, First Judicial District,
do hereby approve the Certificate of Amendment of the Certificate
of Incorporation of THE BANQUET MANAGERS' GUILD, INC. and consent
that same be filed.

Dated: NEW YORK, N. Y.

FEBRUARY 7TH, 1980.

(FEB 7 - 1980)



JUSTICE

SUPREME COURT OF THE STATE OF NEW YORK

SIDNEY H. ASCH

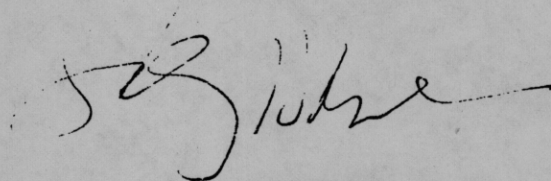
10

I, SIDNEY H. ASCH, Justice of
the Supreme Court of the State of New York, First Judicial District,
do hereby approve the Certificate of Amendment of the Certificate
of Incorporation of THE BANQUET MANAGERS' GUILD, INC. and consent
that same be filed.

Dated: NEW YORK, N. Y.

FEBRUARY 7TH, 1980.

FEB 7 - 1980)



JUSTICE

SUPREME COURT OF THE STATE OF NEW YORK

SIDNEY H. ASCH

10

4649190

CERTIFICATE OF AMENDMENT

of the

CERTIFICATE OF INCORPORATION

of

THE BANQUET MANAGERS' GUILD, INC.

UNDER SECTION 803 OF THE

NOT-FOR-PROFIT CORPORATION LAW

STATE OF NEW YORK
DEPARTMENT OF STATE

MAR 4 - 1980

AMOUNT OF CHECK \$ 30
FILING FEE \$ 30
SALES TAX \$
COPY \$
SERIAL \$
RECORD \$

BY: *[Signature]*

VINCENT J. MANDESE, ESQ.

299 Broadway

NEW YORK, N. Y. 10007

[Handwritten signature]

463281

INFO 3

141610

[Handwritten notes and signatures]

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
January 12, 2018.



A handwritten signature in black ink, appearing to read "B. Fitzgerald", written over a horizontal line.

Brendan Fitzgerald
Executive Deputy Secretary of State

CSC 45
Drawdown

121022000/30

**CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF
NATIONAL ASSOCIATION OF CATERING EXECUTIVES, INC.
Under Section 803 of the Not-for-Profit Corporation Law**

The undersigned, being the Secretary of National Association of Catering Executives, Inc., does hereby state:

- FIRST:** The name of the Corporation is National Association of Catering Executives, Inc. (hereinafter called the "Corporation"). The original name of the Corporation was The Banquet Managers' Guild, Inc.
- SECOND:** The Corporation's Certificate of Incorporation was filed with the Department of State on January 15, 1959. The Corporation was formed under the Membership Corporation Law of the State of New York.
- THIRD:** The Corporation is a corporation as defined in subparagraph (a)(5) of Section 102 of the New York Not-for-Profit Corporation Law ("N-PCL").
- FOURTH:** The Corporation is a Type A corporation under Section 201 of the N-PCL. If the corporate purposes are being enlarged, limited or otherwise changed, the Corporation shall be a Type A corporation.
- FIFTH:** The amendments effected by this certificate of amendment are as follows:

Paragraph 1 of the Certificate of Incorporation relating to the name of the Corporation is hereby amended to read in its entirety as follows:

1. The name of the corporation is National Association for Catering and Events, Inc.

Paragraph 2 of the Certificate of Incorporation relating to the purposes of the Corporation is hereby amended to read in its entirety as follows:

2. The purposes for which it is formed are to promote and influence the catering and events industry by being the premier provider of industry education and certification, offering products and services to enhance the catering and events industry, and working within the hospitality industry to further establish the catering professional as an integral and strategic component. The corporation shall have and may exercise, to the extent that

they are not inconsistent with the purposes of the corporation, any and all powers conferred upon not-for-profit corporations organized pursuant to the N-PCL; provided, however that, notwithstanding any other provisions of this Certificate of Incorporation, the corporation is organized and at all times shall be operated exclusively as a corporation not organized for profit, and the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization described in Section 501(c)(6) of the Internal Revenue Code, and exempt from taxation under Section 501(a) of the Code.

Paragraph 5 of the Certificate of Incorporation relating to directors is hereby amended to read in its entirety as follows:

5. The number of directors shall not be less than 3.

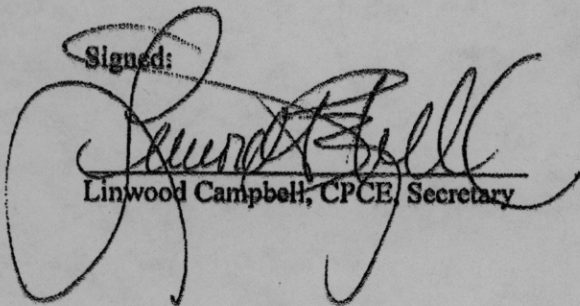
SIXTH: The Secretary of State is hereby designated as agent of the Corporation upon whom process against it may be served. The post office address to which the Secretary of State shall mail a copy of any process against the corporation served upon him is: 9891 Broken Land Parkway, Suite 301; Columbia, Maryland 21046

SEVENTH: This amendment to the Corporation's Certificate of Incorporation was authorized by a vote of a majority of the members at a meeting.

* * * * *

[Signature on the following page]

Signed:



Linwood Campbell, CPCE Secretary

Dated:

October 18, 2012

**NATIONAL ASSOCIATION FOR CATERING AND EVENTS, INC.
DELEGATE RESOLUTIONS**

July 16, 2012

THE UNDERSIGNED, the Secretary of the National Association for Catering and Events, Inc., (the "Corporation"), does hereby affirm that the Delegates of the Corporation, acting as the voting members, approved the following resolutions at a duly convened meeting at which a quorum was present on July 16, 2012:

AMENDMENT OF CERTIFICATE OF INCORPORATION

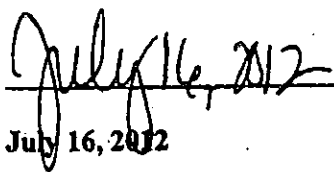
WHEREAS, the Delegates believe it is advisable and in the best interest of the Corporation to amend the Certificate of Incorporation as set forth in the attached document to change the name of the Corporation and effectuate other changes;

NOW, THEREFORE, BE IT RESOLVED, that the Corporation shall file with the New York Secretary of State, a Certificate of Amendment to effectuate the amendment to the Certificate of Incorporation.

WITNESS:



Linwood Campbell, CPCE, Secretary



July 16, 2012

121022000/30

CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF

NATIONAL ASSOCIATION OF CATERING EXECUTIVES, INC
(Insert Name of Domestic Corporation)

Under Section 803 of the Not-for-Profit Corporation Law

RECEIVED

2012 OCT 19 PM 3:03

Piler's Name National Association for Catering and Events

Address 9891 Broken Land Parkway, Suite 301

City, State and Zip Code Columbia, MD 21046

NOTE: The certificate must be submitted with a \$30 filing fee. This form was prepared by the New York State Department of State. It does not contain all optional provisions under the law. You are not required to use this form. You may draft your own form or use forms available at legal stationery stores. The Department of State recommends that all documents be prepared under the guidance of an attorney. Please be sure to review Section 804 and Section 404 of the Not-for-Profit Corporation Law to determine if any consents or approvals are required to be attached to this certificate of amendment.

For Office Use Only

CUSTOMER REF. #
327033 JBA

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STATE OF NEW YORK
DEPARTMENT OF STATE
FILED OCT 22 2012
BY: pmh
NY

2012 OCT 22 AM 9:36

FILED

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