

NAMMA CERTIFICATE OF INCORPORATION

OF THE

NATIONAL COUNCIL OF SEAMEN'S AGENCIES, INC.

PURSUANT TO THE MEMBERSHIP CORPORATIONS LAW.

CERTIFICATE OF INCORPORATION

We, the undersigned, in order to form a membership corporation for the purposes hereinafter stated, under and pursuant to the Membership Corporations Law of the State of New York, do hereby certify:

1. The name of the corporation is the
NATIONAL COUNCIL OF SEAMEN'S AGENCIES, INC.
2. The territory in which its operations are principally to be conducted are the United States of America and its possessions and the Dominion of Canada. The principal office of the corporation is to be located in the County of New York, City and State of New York.
3. The objects and purposes of the corporation are to engage in such Christian activities of a philanthropic, literary and educational nature as promote and develop the spiritual, moral, and physical welfare of seamen ashore and afloat in furtherance of the foregoing objects and purposes, to encourage the formation of new Seamen's welfare organizations, wherever they may be needed, whose purpose shall be to render facilities and services at reasonable rates, to all who may appear to be entitled thereto and without charge to those who are unable to procure such assistance elsewhere, and to promote measures for their protection, to provide a central body with defined duties and powers for the guidance of seamen's work, and to cooperate with the local state and federal authorities and all organizations interested in the welfare of seamen. In carrying out these objects and purposes and without conflicting with the local autonomy of the member organizations, the corporation, hereinafter referred to as the "Council," shall have power:
 - (a) To supervise Seamen's welfare work in its national aspects, the relationships between Seamen's welfare organization and all other national organizations, and the relationships between Seamen's welfare organizations.
 - (b) To supervise all matters pertaining to the work of encouraging the formation of new Seamen's welfare organizations.
 - (c) To promulgate standards as to the conduct of Seamen's welfare work, including facilities and programs, the methods of keeping

financial accounts and the manner of rendering reports to the public.

(d) To exercise the privilege of visitation of member organizations by a duly authorized officer of the Council.

(e) To collect and collate information from member organizations.

(f) To publish, edit and issue periodicals specializing in items of interest to the members of the Council and to publish accounts of the Seamen's welfare work without profit.

(g) To receive, acquire, hold, own, purchase, sell, transfer, convey, invest, or reinvest any and all such cash, securities, evidences of indebtedness or any other property, real or personal, as may from time to time be given, sold, transferred, granted, conveyed or assigned to it by any person, estate, firm, committee, association or corporation, to take by devise, bequest or otherwise, subject to limitations imposed by law, any and all property heretofore or hereafter devised or bequeathed by law or otherwise or in any manner granted or conveyed to it, and to exercise in respect of any and all property any and all rights and privileges of ownership.

(h) To have offices and to promote and carry out its objects and purposes within and without the State of New York, the states, territories, or possessions of the United States, the District of Columbia, and in any and all foreign countries, subject to such limitations as may be provided by law.

(i) To enter into, make, perform and carry out any contracts or agreements in furtherance of any purposes or objects herein set forth, without limit as to amount, with any person, firm, association or corporation, in any part of the world, subject to such limitations as may be provided by law.

(j) To do any act suitable and proper in the accomplishment of the purposes or the attainment of any of the objects or in furtherance of the powers herein set forth, either alone or in association with other firms, corporations or individuals.

(k) To do every other act or acts incidental or appurtenant to or growing out of the aforesaid objects, provided that same are not incomplete with the laws under which this Council is organized.

The foregoing objects, purposes and powers are each and all subject to the limitations that, the Council not being organized for pecuniary profit, not part of the net earnings or funds of the Council shall inure to the benefit of any member as such or of any private individual or purpose, and no substantial part of the activities of the Council shall

consist of carrying on propaganda, or otherwise attempting, to influence legislation.

4. All the subscribers to this certificate are of full age; at least two-thirds of them are citizens of the United States; at least one if there 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.

5. The members shall elect a Board of Directors in whom shall be vested the management of the affairs of the Council. The number of directors shall not be less than three nor more than twenty-seven. The number of directors, the manner of their election, their tenure of office, the place, times, and conduct of their meetings and their duties and powers shall, except as otherwise provided in this Certificate of Incorporation, be prescribed in the By-Laws.

6. In furtherance and not in limitation of the powers conferred by law, the Board of Directors is expressly authorized:

(a) To borrow money in the name of the Council and to authorize and cause to be executed mortgages and liens, without limit as to amount, upon the real and personal property of the Council.

(b) From time to time to determine whether and to what extent and at what time and in what places and under what conditions and regulations the accounts and books of the Council or any of them, shall be open for inspection.

(c) To make any and all donations, gifts, contributions and loans without interest, which the Council may make pursuant to this Certificate of Incorporation; subject, nevertheless, to limitations imposed by law.

(d) In addition to the powers and authorities hereinafter or by statute expressly conferred upon them, to exercise all such powers and do all such acts and things as may be exercised or done by the Council subject, nevertheless, to limitations imposed by law, of this Certificate, and to any By-Laws from time to time made by the members.

7. The Council may, by its By-Laws, confer upon directors and officers powers and authorities additional to those expressly conferred upon them by law and by this certificate.

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

Names, Residence

Roscoe H. Porter, Gloucester, Massachusetts

Raymond S. Hall, D.D., Northport, New York

Orian C. Frey, Caldwell, New Jersey

IN WITNESS WHEREOF, we have hereunto set our hands and seals this
28th day of August, 1951.

/s/ John T. Little, Rockville Center, NY

/s/ Clarence G. Michalis, Union Club, NYC

/s/ Raymond S. Hall, D.D

/s/ Orian C. Frey

/s/ Roscoe H. Prior, shoal water, Eastern Point, Gloucester, Mass.5

(Notarized on behest of John T. Little and Mssrs. Michalis, Hall, and
Frey.)

(Name changed to "INTERNATIONAL COUNCIL OF SEAMEN'S
AGENCIES, INC." on Oct. 30, 1967.

CERTIFICATE OF AMENDMENT

OF

CERTIFICATE OF INCORPORATION

OF

THE INTERNATIONAL COUNCIL OF SEAMEN'S AGENCIES, INC.

Pursuant to Section 803 of the Not-For-Profit

Corporation Law of the State of New York

The Undersigned, being the President and the Secretary of The
International Council of Seamen's Agencies, Inc., do hereby certify as
follows:

FIRST: The name of the Corporation is THE INTERNATIONAL COUNCIL
OF SEAMEN'S AGENCIES, INC. The name under which the Corporation
was founded, The National Council of Seamen's Agencies, Inc., was
changed pursuant to a Certificate of Amendment filed October 30, 1967.

SECOND: The Corporation was formed on August 31, 1951 upon filing of
its Certificate of Incorporation pursuant to the Membership
Corporations Law of the State of New York.

THIRD: The International Council of Seamen's Agencies, Inc., is a
corporation as defined in subparagraph (a)(5) of Section 102 of the Not-
For-Profit Corporation Law, and is a Type B Corporation under Section
201 of the Not-For-Profit Corporation Law.

FOURTH: Paragraph 1 of the Certificate of Incorporation, which sets
forth for the name of the Corporation, is hereby amended to provide
that the name of the Corporation is "North American Maritime Ministry
Association."

FIFTH: This amendment of the Certificate of Incorporation of the Corporation was authorized pursuant to a unanimous vote of the Members of the Corporation on September 25, 1991, a quorum of the members being present.

SIXTH: The Secretary of State of the State of New York is hereby designated the agent of the Corporation upon whom process against it may be served. The post office address within the state to which the Secretary of State shall mail a copy of any process against the Corporation served upon him as agent of the Corporation is 241 Water Street, New York, N.Y. 10038.

IN WITNESS WHEREOF, we have hereunto signed our names and affirm that the statements made herein are true under penalties of perjury this 16th day of March, 1992.

/s/ J. Gordon Swanson, President

/s/ Marshall W. Bundren, Secretary

Notarized on behest of Gordon Swanson by Douglas B. Stevenson, and for Marshall Bundren by Barbara Nugent, of Harris Co., Texas.

Approved by the Secretary of State's Office; Robert Abrams, Attorney General, State of NY; and William P. Cooe, Justice, Supreme Court of the Sate of NY.