



CAPTAIN
Community Human Services
Lifting people up. Building brighter futures.

HAPPY NEW YEAR!

I am pleased to inform you that the merger between CAPTAIN Youth and Family Services and Burnt Hills Ballston Lake Community Human Services is official. It was approved by the New York State Office of Children and Family Services, the Attorney General's office and the Department of State as of December 4, 2017. Our new name is **CAPTAIN Community Human Services** and our EIN number is 14-1637304.

This merger brings together two dynamic agencies who have collectively served the community for over 80 years. By combining our agencies, we can now offer a broader range of services to children, teens, adults, seniors and families who are facing difficult circumstances such as poverty, hunger, homelessness, sexual exploitation, education deficits, mental health and developmental challenges, family dysfunction, substance abuse and many other issues present in our neighborhoods. Happily, we can also provide support to senior citizens, leadership development to teens, low cost clothing and housewares at CAPTAIN's Treasures next-to-new store, and volunteer opportunities to anyone who wants to help us build stronger communities. Our motto of *Lifting People Up and Building Brighter Futures* remains unchanged and more vibrant than ever.

Due to our expansion, we are now operating out of two main locations and several satellite sites:

- The office at 5 Municipal Plaza, Clifton Park, now houses most of our programs and services including Family Development and Family Assistance, VITA, back-to-school, coat and holiday giving programs, the food and hygiene pantry, Family Support Services, Getting Ahead, CAPteens and Bike Works.
- The office at 543 Saratoga Road, Glenville, houses our business office, marketing and development functions, as well as the Care Links Program.
- Our Homeless and Runaway Youth Shelter remains operational in Malta.
- Our outreach center in Halfmoon Heights Mobile Home Community continues to offer afterschool homework help, Peace Camp, bread giveaway and senior programs.
- CAPTAIN's Treasures on Route 9 in Halfmoon will continue to operate, with all sales supporting our many programs and services.
- Street Outreach is a mobile program that locates and assists homeless teens and young adults in Saratoga, Fulton, Montgomery, Washington and Warren Counties.

We look forward to continuing our relationship with you as CAPTAIN Community Human Services, with the same staff and quality services you have come to know. If you would like more information or require documentation regarding the merger, please contact me at sue@captaincares.org, (518) 399-4624, or at the Glenville address.

Best regards,

Sue Catroppa

Sue Catroppa
Executive Director

89


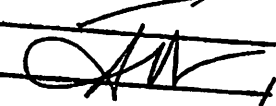
CERTIFICATE OF MERGER
OF
CAPTAIN YOUTH AND FAMILY SERVICES, INC.
AND
BURNT HILLS-BALLSTON LAKE COMMUNITY HUMAN SERVICES CORPORATION
INTO
CAPTAIN YOUTH AND FAMILY SERVICES, INC.

UNDER SECTION 904 OF THE NOT-FOR-PROFIT CORPORATION LAW

RECEIVED FILED

2017 NOV 30 PM 12:05
2017 DEC -1 AM 11:54

Filed by:
 Lisa Weinstein, Esq.
 New York Council of Nonprofits, Inc.
 272 Broadway
 Albany, New York 12204
 518-434-9194, x109


 STATE OF NEW YORK
 DEPARTMENT OF STATE
 FILED DEC 01 2017
 TAX \$ _____
 BY: 
 State

91

FILING RECEIPT

=====

ENTITY NAME: CAPTAIN COMMUNITY HUMAN SERVICES, INC.

DOCUMENT TYPE: MERGER (DOM. NFP) TYPE: C COUNTY: SARA
PURPOSES NFP TYPE NAME PROVISIONS

=====

FILED:12/01/2017 DURATION:***** CASH#:171201000091 FILM #:171201000089

FILER: EFFECT DATE

LISA WEINSTEIN, ESQ. 12/01/2017
NEW YORK COUNCIL OF NONPROFITS, INC
272 BROADWAY
ALBANY, NY 12204

ADDRESS FOR PROCESS:

REGISTERED AGENT:



CONSTITUENT NAME: BURNT HILLS-BALLSTON LAKE COMMUNITY HUMAN SERVICES CORPORAT
=====

SERVICE COMPANY: ** NO SERVICE COMPANY ** SERVICE CODE: 00

FEE	AMOUNT	PAYMENTS	AMOUNT
FILING	30.00	CASH	0.00
TAX	0.00	CHECK	0.00
CERT	0.00	CHARGE	65.00
COPIES	10.00	DRAWDOWN	0.00
HANDLING	25.00	OPAL	0.00
		REFUND	0.00

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 December 4, 2017.

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

Brendan W. Fitzgerald
Executive Deputy Secretary of State

17 120 1000 089

**CERTIFICATE OF MERGER
OF
CAPTAIN YOUTH AND FAMILY SERVICES, INC.
AND
BURNT HILLS-BALLSTON LAKE COMMUNITY HUMAN SERVICES CORPORATION
INTO
CAPTAIN YOUTH AND FAMILY SERVICES, INC.
UNDER SECTION 904 OF THE NOT-FOR-PROFIT
CORPORATION LAW**

The undersigned, respectively, being the President of CAPTAIN YOUTH AND FAMILY SERVICES, INC., and the President of BURNT HILLS-BALLSTON LAKE COMMUNITY HUMAN SERVICES CORPORATION, each being persons authorized and entitled to sign this document pursuant to Section 104(d) of the Not-for-Profit Corporation Law, and said corporations both being Charitable Not-for-Profit Corporations organized and existing under and by virtue of the By-Laws of the State of New York, hereby certify:

1. The names of the Constituent Corporations are: CAPTAIN YOUTH AND FAMILY SERVICES, INC. and BURNT HILLS-BALLSTON LAKE COMMUNITY HUMAN SERVICES CORPORATION. CAPTAIN YOUTH AND FAMILY SERVICES, INC. shall be the Surviving Corporation.
3. The CERTIFICATE OF INCORPORATION of the Constituent Corporation, CAPTAIN YOUTH AND FAMILY SERVICES, INC. was filed by the Department of State on the 19th day of April in the year 1982, pursuant to Section 402 of the New York Not-for-Profit Corporation Law, under the name CAPTAIN OF SHENENDEHOWA, INC.
2. The CERTIFICATE OF INCORPORATION of the Constituent Corporation, BURNT HILLS-BALLSTON LAKE COMMUNITY HUMAN SERVICES CORPORATION was filed by the Department of State on the on the 4th day of October in the year 1976, pursuant to Section 402 of the New York Not-for-Profit Corporation Law, under the name BURNT HILLS-BALLSTON LAKE COMMUNITY HUMAN SERVICES CORPORATION.
4. The Surviving Corporation, CAPTAIN YOUTH AND FAMILY SERVICES, INC. is a corporation, as defined in subparagraph (a)(5) of Section 102 of the New York Not-for-Profit Corporation Law and is a "Charitable Corporation," pursuant to Section 201 of said statute.
5. The amendment(s) or change(s) to the CERTIFICATE OF INCORPORATION of the surviving corporation, CAPTAIN YOUTH AND FAMILY SERVICES, INC., to be effected by the merger are set forth as follows:

Paragraph "FIRST" of said CERTIFICATE OF INCORPORATION, which sets forth the identity of the Corporation, is, hereby, amended in its entirety to read as follows:

The name of the Corporation is: CAPTAIN COMMUNITY HUMAN SERVICES, INC.

Paragraph "SECOND" of the CERTIFICATE OF INCORPORATION, which sets forth the specific tax-exempt purposes of the Corporation, is, hereby, amended in its entirety to read as follows:

The Corporation is formed exclusively for charitable and educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, to wit:

- a. serve as a non-profit agency to address core issues such as homelessness, poverty, hunger, transportation, unemployment, family dysfunction, special needs, educational support, drug abuse, human trafficking, youth development, resource development, prevention programs, support services and empowerment in Southern Saratoga County and the Capital Region of New York State for children, teens, adults, families and senior citizens;
- b. provide services necessary to address the needs of young people, adults and families through social, educational, outreach and prevention programs including individual, group, and family counseling and/or mentoring, in all areas where problems might arise, such as, but not limited to, family, school, and personal matters; to coordinate and work with the various governmental, non-governmental, educational, and private agencies; to provide crisis intervention services relative to homelessness, financial instability and hunger; to provide activities which allow youth to express their feelings and become involved in productive and creative endeavors; to provide facilities where such persons may receive the above offered services or activities;
- c. care for destitute, delinquent, abandoned, abused, neglected or dependent children solely through the operation of programs for runaway and homeless youth under Article 19-H of the Executive Law. The Corporation's authority to care for such children shall terminate on March 30, 2027. The duration of the Corporation's authority to care for children solely through the operation of programs for runaway and homeless youth under Article 19-H of the Executive Law shall not be extended without the prior written approval of the New York State Offices of Children and Family Services; and
- d. provide supportive services for senior citizens which allow them to remain independent in the community, including, but not limited to, transportation, companionship, respite assistance, shopping and errands, meal preparation, information and referral to needed services.

Paragraph "FOURTH" of the CERTIFICATE OF INCORPORATION, which identifies the Corporation's Type, is, hereby, amended in its entirety to read as follows:

The Corporation shall be a "Charitable Corporation" under Section 201 of the Not-for-Profit Corporation Law.

6. This merger was authorized with respect to CAPTAIN YOUTH AND FAMILY SERVICES, INC., as set forth herein. CAPTAIN YOUTH AND FAMILY SERVICES, INC. does not maintain a Membership as defined by Section 601 of the Not-for-Profit Corporation Law. Said corporation is a "Charitable Corporation," as defined by Section 201 of the Not-For-Profit Corporation Law and is governed by a self-perpetuating Board of Directors, as authorized by Sections 601 and 701 of said statute. Said Board of Directors adopted and authorized this CERTIFICATE OF MERGER, together with a PLAN OF MERGER at a meeting of the Board convened on the 20th day of September in the year 2017, by, at least, a two-thirds (2/3s) majority vote of the Directors, a valid quorum being present.

7. This merger was authorized with respect to BURNT HILLS-BALLSTON LAKE COMMUNITY HUMAN SERVICES CORPORATION, as set forth herein. BURNT HILLS-BALLSTON LAKE COMMUNITY HUMAN SERVICES CORPORATION maintains a Membership as defined by Section 601 of the Not-for-Profit Corporation Law. Said corporation is a "Charitable Corporation," as defined by Section 201 of the Not-For-Profit Corporation Law and is governed by a sole, corporate Member, CAPTAIN YOUTH AND FAMILY SERVICES, INC., as authorized by Section 601 of said statute. As authorized by the By-Laws of BURNT HILLS-BALLSTON LAKE COMMUNITY HUMAN SERVICES CORPORATION, the sole corporate Member and parent corporation has the sole authority to unilaterally authorize a corporate Merger on behalf of BURNT HILLS-BALLSTON LAKE COMMUNITY HUMAN SERVICES CORPORATION, and no action by the subsidiary corporation's Board is required. The Board of Directors of the sole corporate Member, CAPTAIN YOUTH AND FAMILY SERVICES, INC., adopted and authorized this CERTIFICATE OF MERGER, together with a PLAN OF MERGER, on behalf its subsidiary corporation, BURNT HILLS-BALLSTON LAKE COMMUNITY HUMAN SERVICES CORPORATION, at a meeting of the parent corporation's Board convened on the 20th day of September in the year 2017, by, at least, a two-thirds (2/3s) majority vote of the Directors, a valid quorum being present.

8. There are no holders of certificates evidencing capital contributions or subventions in either CAPTAIN YOUTH AND FAMILY SERVICES, INC. or BURNT HILL-BALLSTON LAKE COMMUNITY HUMAN SERVICES CORPORATION.

9. The instant merger shall become effective immediately upon the filing of this CERTIFICATE OF MERGER with the Department of State.

IN WITNESS WHEREOF, this CERTIFICATE OF MERGER has been subscribed on behalf of CAPTAIN YOUTH AND FAMILY SERVICES, INC. and BURNT HILLS-BALLSTON LAKE COMMUNITY HUMAN SERVICES CORPORATION by the undersigned, being a person authorized and entitled to sign this document pursuant to Section 104(d) of the Not-for-Profit Corporation Law, who has executed and signed the document and affirmed as true the statements made herein under the penalties of perjury.

CAPTAIN YOUTH AND FAMILY SERVICES, INC.

By: B. Kucharski
BELINDA CROSS KUCHARSKI
President, Board of Directors

STATE OF NEW YORK)
COUNTY OF Saratoga) SS.:

On the 20 day of September in the year 2017 before me, the undersigned, a Notary Public in and for said State, personally appeared BELINDA CROSS KUCHARSKI, personally known to me or proved to me on the basis of satisfactory evidence to be the individual(s) whose names(s) is (are) subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their capacity (ies), and by his/her/their signature(s) on the instrument, the individual(s), or the person upon behalf of which the individual(s) acted, executed the instrument.

Jessica Valcik
Notary Public

JESSICA VALCIK
NOTARY PUBLIC-STATE OF NEW YORK
NO. 01VA8257468
QUALIFIED IN SARATOGA COUNTY
MY COMMISSION EXPIRES 03-12-2020

IN WITNESS WHEREOF, this CERTIFICATE OF MERGER has been subscribed on behalf of CAPTAIN YOUTH AND FAMILY SERVICES, INC. and BURNT HILLS-BALLSTON LAKE COMMUNITY HUMAN SERVICES CORPORATION by the undersigned, being a person authorized and entitled to sign this document pursuant to Section 104(d) of the Not-for-Profit Corporation Law, who has executed and signed the document and affirmed as true the statements made herein under the penalties of perjury.

BURNT HILLS-BALLSTON LAKE COMMUNITY HUMAN SERVICES CORPORATION

By: 
MICHAEL HOLLEY
President, Board of Directors

STATE OF NEW YORK)
COUNTY OF Saratoga) SS.:

On the 20 day of September in the year 2017 before me, the undersigned, a Notary Public in and for said State, personally appeared MICHAEL HOLLEY, personally known to me or proved to me on the basis of satisfactory evidence to be the individual(s) whose names(s) is (are) subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their capacity (ies), and by his/her/their signature(s) on the instrument, the individual(s), or the person upon behalf of which the individual(s) acted, executed the instrument.


Notary Public

JESSICA VALCIK
NOTARY PUBLIC-STATE OF NEW YORK
NO. 01VA8257468
QUALIFIED IN SARATOGA COUNTY
MY COMMISSION EXPIRES 03-12-2020

**ATTORNEY GENERAL OF THE STATE OF NEW YORK
COUNTY OF ALBANY**

In the Matter of the Application of

CAPTAIN YOUTH AND FAMILY SERVICES, INC.

And

**BURNT HILLS-BALLSTON LAKE COMMUNITY
HUMAN SERVICES CORPORATION,**

**ATTORNEY GENERAL
APPROVAL**

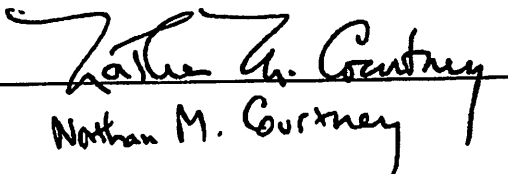
0AG-AL-2017-35

For an Approval of Their Plan of Merger
Under Section 907-b of the Not-for-Profit Corporation Law
And Authorizing the Filing of a Certificate of Merger Under
Section 904 of the Not-for-Profit Corporation Law

1. By Petition verified on the 20th day of September 2017, by Belinda Cross Kucharski, and on the 20th day of September 2017, by Michael Holley, **CAPTAIN YOUTH AND FAMILY SERVICES, INC.** and **BURNT HILLS-BALLSTON LAKE COMMUNITY HUMAN SERVICES CORPORATION** applied to the Attorney General pursuant to Article 9 of the Not-for-Profit Corporation Law for approval of an application to merge.
2. The name of the surviving corporation is **CAPTAIN COMMUNITY HUMAN SERVICES, INC.**
3. Based on a review of the Petition and the exhibits thereto, and the verifications of Belinda Cross Kucharski and Michael Holley, the Attorney General has determined that the Petitioners have complied with the provisions of Article 9 the Not-for-Profit Corporation Law applicable to the merger of not-for-profit corporations, and neither the Petitioners nor any third party having raised with the Attorney General any objections to the proposed merger, and it appearing to the satisfaction of the Attorney General that the interests of the constituent corporations and the public interest will not be adversely affected by the merger, the Plan of Merger is approved and the Certificate of Merger is authorized to be filed with the Department of State.

A copy of the Certificate of Merger, as filed with the Department of State shall be sent to the Attorney General's office within 10 days of its filing.

**ERIC T. SCHNEIDERMAN
ATTORNEY GENERAL OF THE STATE OF NEW YORK**

By: 
Nathan M. Courtney

Date: 11-17-17

**STATE OF NEW YORK
OFFICE OF CHILDREN AND FAMILY SERVICES
ALBANY, NEW YORK**

KNOW ALL PERSONS BY THESE PRESENTS:

Pursuant to the provisions of Section 460-a of the Social Services Law and Section 804(b) of the Not-for-Profit Corporation Law, due inquiry and investigation having been made, approval is hereby given to the filing of the annexed Certificate of Merger of Captain Youth and Family Services, Inc. and Burnt Hills-Ballston Lake Community Human Services Corporation into Captain Youth and Family Services, Inc.

And to authorize the above-named surviving corporation to amend its Certificate of Incorporation to change its name to:

Captain Community Human Services, Inc.

And to authorize the above-named corporation:

To care for destitute, delinquent, abandoned, abused, neglected or dependent children solely through the operation of programs for runaway and homeless youth under Article 19-H of the Executive Law. The Corporation's authority to care for such children shall terminate on **March 30, 2027**. The duration of the Corporation's authority to care for children solely through the operation of programs for runaway and homeless youth under Article 19-H of the Executive Law shall not be extended without the prior written approval of the New York State Office of Children and Family Services.

This approval will, upon filing of the certificate with the Secretary of State, give the corporation the authority to engage in the activities set forth or summarized above.

IN WITNESS WHEREOF, this document
is executed and the seal of the New York
State Office of Children and Family
Services is affixed this 8th day of
November 2017

By: 

Laura Velez
Deputy Commissioner
Division of Child Welfare and Community Services
New York State Office of Children and Family Services

