

CERTIFICATE OF INCORPORATION

OF

WHALEBONE LANDING HOMEOWNERS'
ASSOCIATION, INC.

(Under Section 402 of the Not-
For-Profit Corporation Law)

, being of the age of eighteen years or over, for the purpose of forming a Corporation pursuant to Section 402 of the Not-For-Profit Corporation Law of New York, does hereby certify:

FIRST: The name of the Corporation is: WHALEBONE LANDING HOMEOWNERS' ASSOCIATION (the "Corporation").

SECOND: That the Corporation is a Corporation defined in Subparagraph (a) (5) of Section 102.

THIRD: The purposes for which the Corporation is formed are: To own, operate and manage certain real property in the Town of Southampton, County of Suffolk, State of New York, and to do any act or thing incidental to or connected with the foregoing purposes or in advancement thereof, but not for the pecuniary profit or financial gain of its members, directors or officers, except as permitted under Article 5 of the Not-For-Profit Corporation Law.

FOURTH: The Corporation shall be a Type A Corporation under Section 201 of the Not-For-Profit Corporation Law.

FIFTH: The office of the Corporation is to be located at , Southampton, New York.

SIXTH: The territory in which the operations of the Corporation will principally be conducted is the Town of Southampton, in the County of Suffolk, State of New York.

Exhibit B

