

[COMPOSITE AMENDED]

CERTIFICATE OF INCORPORATION

-of-

336 TENANTS CORP.

**878829**

Under §402 of the Business Corporation Law

1. The name of the Corporation is 336 TENANTS CORP.
2. The purposes for which the Corporation is formed are to furnish residences for its shareholders, who shall be entitled, solely by reason of stock ownership, to proprietary leases for the occupancy of apartments for residential purposes, and in furtherance of such purpose, to acquire by purchase or otherwise and to own and operate the land and building erected thereon located at 336 Central Park West, in the Borough of Manhattan, City, County, and State of New York, together with the appurtenances thereto and any and all personal property and fixtures of whatsoever kind and nature located therein.
3. The office of the Corporation is to be located in the City and County of New York
4. The Corporation is authorized to issue 12,414 shares of stock, of \$1.00 par value each.
5. The Secretary of State is designated as agent of the Corporation upon whom process against it may be served. The Secretary of State shall mail a copy of any process against the Corporation served upon him or her to the following address:

Charles H. Greenthal Management Corp.  
4 Park Avenue  
New York, NY 10017

[6.2.81] [9.11.2000] [7.29.2003]

6. In all elections of directors of the Corporation, each shareholder shall be entitled to as many votes as shall equal the number of votes which (except for these provisions), he would be entitled to cast for the election of directors with respect to his shares, multiplied by the number of directors to be elected, and he may cast all of such votes for a single director or may distribute them among the number to be voted for, or any two or more of them, as he may see fit.

7. No shareholder of the Corporation shall have a preemptive right because of his holdings to have first offered to him any part of the authorized shares of the Corporation hereafter issued, optioned, or sold.

8. The corporation shall to the fullest extent permitted by Article 7 of the Business Corporation Law of the State of New York, as the same may be amended and supplemented, indemnify its directors and officers from and against any and all expenses, liabilities, or other matters referred to in or covered by said Article, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which any person may be entitled under any By-law, resolution of stockholders, resolution of directors, agreement, or otherwise, as permitted by said Article, as to action in any capacity in which such person served at the request of the corporation; provided, however, that no indemnification may be made to or on behalf of any director or officer if a judgment or other adjudication adverse to the director or officer establishes that his or her acts were committed in bad faith or were the result of active and deliberate dishonesty and were material to the cause of action so adjudicated, or that he or she personally gained in fact a financial profit or other advantage to which he or she was not legally entitled. [9.7.2000]

9. A director of the corporation shall not be held personally liable to the corporation or any of its stockholders for monetary damages for any act or omission by the director in his capacity as a director; provided, however, that the foregoing provision shall not eliminate or limit the liability of any director if a judgment or other final adjudication adverse to the director establishes that the acts or omissions of the director were in bad faith, or involved intentional misconduct or a knowing violation of law, or that the director personally gained in fact a financial profit or other advantage to which the director was not legally entitled, or that the acts of the director violated Section 719 of the Business Corporation Law of the State of New York. [9.7.2000]

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[12.31.1970]

[6.2.1981]

[9.7.2000]

[9.11.2000]

[7.29.2003]