STATE OF NEW YORK INDUSTRIAL BOARD OF APPEALS In the Matter of the Application of: DIRECTORS GUILD OF AMERICA, INC. DOCKET NO. CI 16-005 For Approval of a Corporate Instrument Pursuant to New York State Labor Law § 104 and New York State Not-for-Profit Corporation Law § 404 (j).

WHEREAS:

- 1. An application having been made for approval of a proposed Certificate of Incorporation, on February 24, 2016, in the above entitled matter; and
- 2. The Board having made such inquiry into the objectives and purposes of the corporation as it has deemed necessary and advisable; and
- 3. The Board, having given due consideration to all the papers filed herein, makes the following determinations pursuant to the provisions of Labor Law § 104:
 - (a) the stated purposes of the proposed corporation are consistent with public policy and the Labor Law; and
 - (b) the proposed name, "Directors Guild of America, Inc." is consistent with the corporation's purposes and not misleading; and
 - (c) no further hearing herein is necessary.

NOW, THEREFORE, IT IS HEREBY RESOLVED THAT:

- 1. The said Certificate of Incorporation is approved; and
- 2. 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 New York, New York, on the 2nd day of March 2016.

Vilda Vera Mayuga, Chairperson

Christopher Meagher, Member

LaMarr J. Jackson, Member

Michael A. Arcuri, Member

Dated and signed in the Office of the Industrial Board of Appeals at New York, New York, on March 2, 2016.

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 New York, New York, on the 2nd day of March 2016.

Vilda Vera Mayuga, Chairperson

J. Christopher Meagher, Member

LaMarr J. Jackson, Member

Michael A. Arcuri, Member

Dated and signed in the Office of the Industrial Board of Appeals at Albany, New York, on March 2, 2016.