

CERTIFICATE OF INCORPORATION  
of  
The Local Development Corporation  
for the Town of Union  
Broome County, New York

WE, THE UNDERSIGNED, for the purpose of forming a local development corporation pursuant to Sections 402 and 1411 of the Not-for-Profit Corporation Law of the State of New York, do hereby certify:

1. The name of the proposed corporation shall be:

The Local Development Corporation of the Town of Union, Broome County, New York. The Corporation shall be in accord with the definition set forth in NPCL §102(a) (5).

2. The purposes for which it is to be formed are to relieve and reduce unemployment, to promote and to provide for additional and maximum employment, to better and to maintain job opportunities to instruct or train individuals to improve or to develop their capabilities for jobs, to carry on scientific research for the purpose of aiding a community or geographical area by attracting industry to the community or area, and to lessen the burdens of government and to act in the public interest. This local development corporation is a Type C corporation under Section 201.

3. All income and earnings of such corporation shall be used exclusively for its corporate purposes or accrue and be paid to the New York job development authority.

4. No part of the income or earnings of such corporation shall inure to the benefit or profit of, nor shall any distribution of its property or assets be made to any member or private person, corporate, or individual, or any other private interest except for the repayment of loans.

5. If the corporation accepts a mortgage loan from the New York job development authority, the corporation shall be dissolved in accordance with the provision of Section 1411(f) upon the repayment or discharge of loan in full.

6. The territory in which the operations of the corporation are principally to be conducted is the Town of Union, Broome County, State of New York.

7. The office of the corporation is to be located in the Town of Union, Broome County, New York.

8. The number of directors of the corporation shall be seven.

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

Names	Addresses
Sal Alberti	831 Skylane Terrace, Endicott, NY 13760
Thomas Dellapenna	501 Dell Rose Lane, Johnson City, NY 13790
Leslie Destin	290 Deyo Hill Rd., Johnson City, NY 13790
James Gow	3724 Wildwood Rd., Endwell, NY 13760
Francis Moran	2804 Yale St., Endwell, NY 13760
Frank Paul	507 Hilltop Rd., Endwell, NY 13760
David Roth	418 Kathleen Drive, Endwell, NY 13760

10. The Local Development Corporation of the Town of Union hereby designates the Secretary of State as agent of the Corporation upon process against it may be served. The Secretary of State shall mail a copy of any process against the Corporation served upon him to Thomas, Collison & Place, Attorneys at Law, 1201 Monroe Street, P.O. Box 329, Endicott, Broome County, New York 13760-0329.

11. Nothing contained in this certificate shall authorize or empower the corporation to perform or engage in any act or practice prohibited by the General Business Law § 340 or any other anti-monopoly statute of the State of New York.

12. Notwithstanding any other provision of these articles, the corporation is organized exclusively for one or more of the following purposes: religious, charitable, scientific, testing for public safety, literary or educational purposes, or to foster national or international amateur sports competition (but only if no part of its activities involve the provision of athletic facilities or equipment), or for the prevention of cruelty to children or animals, as specified in section 501(c) (3) of the Internal Revenue Code of 1954, and shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal income tax under section 501(c) (3) of the Internal Revenue Code of 1954.

No part of the net earnings of the corporation shall inure to the benefit of any member, trustee, director, officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation), and no member, trustee, officer of the corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation.

No substantial part of the activities of the corporation shall be carrying on propaganda or otherwise attempting to influence legislation (except as otherwise provided by Internal Revenue Code section 501(h), or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.

In the event of dissolution, all the remaining assets and property of the Corporation shall, after necessary expenses thereof, be distributed to such organizations as shall qualify under section 501(c) (3) of the Internal Revenue Code of 1954, as amended, or, to another organization to be used in such manner as in the judgment of a

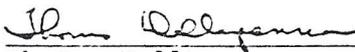
Justice of the Supreme Court of the State of New York will best accomplish the general purposes for which this Corporation was formed.

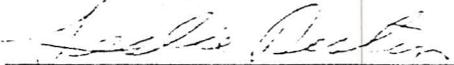
13. Prior to the delivery of this Certificate of Incorporation to the Department of State for filing, all approvals or consents required by the Not-For-Profit Corporation Law or by any other statute of the State of New York will be endorsed upon or annexed thereto.

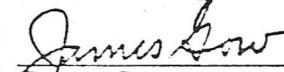
14. Each of the subscribers is of the age of nineteen (19) years or over.

IN WITNESS WHEREOF, we have made, subscribed and acknowledged this certificate this 19 day of July, 1982.

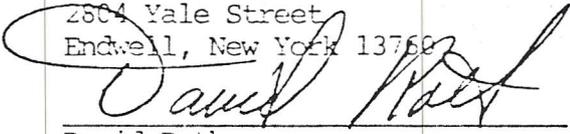
  
\_\_\_\_\_  
Sal Alberti  
831 Skylane Terrace  
Endicott, New York 13760

  
\_\_\_\_\_  
Thomas Dellapenna  
501 Dell Rose Lane  
Johnson City, New York 13790

  
\_\_\_\_\_  
Leslie Destin  
290 Deyo Hill Road  
Johnson City, New York 13790

  
\_\_\_\_\_  
James Gow  
3724 Wildwood Road  
Endwell, New York 13760

  
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Francis Moran  
2804 Yale Street  
Endwell, New York 13760

  
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David Roth  
418 Kathleen Drive  
Endwell, New York 13760

  
\_\_\_\_\_  
Frank Paul  
507 Hilltop Road  
Endwell, New York 13760

STATE OF NEW YORK )  
COUNTY OF BROOME ) S.S.:

On this 17 day of July, 1982, before me personally came Sal Alberti, Thomas Dellapenna, Leslie Distin, James Gow, Francis Moran, David Roth, Frank Paul, to me known and known to me to be the persons described in and who executed the foregoing Certificate of Incorporation and they duly acknowledged to me that they executed the same, that each declared himself to be of full age, a citizen of the United States and a resident of the State of New York.

RICHARD F. PLACE  
Notary Public, State of New York  
Residing in Broome County  
By permission expires March 30, 1984

  
Notary Public

Notice of Application waived (this is not to be deemed an approval on behalf of any department or agency of the State of New York, nor an authorization of activities otherwise limited by law).

Dated: July , 1982.

ROBERT ABRAMS

By: \_\_\_\_\_  
Assistant Attorney General

STATE OF NEW YORK  
 OFFICE OF THE ATTORNEY GENERAL  
 CHARITABLE FOUNDATIONS DIVISION  
 TWO WORLD TRADE CENTER  
 NEW YORK, NEW YORK 10047

REGISTRATION OF CHARITABLE TRUST OR CHARITABLE CORPORATION

Date: September 13, 1982

1. Name of Charitable Trust or Charitable Corporation  
 Local Development Corporation for The Town of Union, Broome  
 County, New York
2. Mailing Address (Principal Office in this State)  
 c/o Thomas, Collison & Place  
 1201 Monroe Street  
 Endicott, New York 13760
3. Established under
  - A. Will of  
 Admitted to probate by decree of the Surrogate's Court  
 County on (date)  
  
 Court File No.  
  
 Final (intermediate) decree settling accounts of executors entered on (date)  
 Last accounts of trustees settled by decree entered on (date)
  - B. Inter-vivos trust created by  
 Date of instrument  
 Date of any amendments  
 Last accounts of trustees settled by order of the \_\_\_\_\_ Court,  
 County, \_\_\_\_\_ on (date) Court file No.
  - C. Charitable corporation  
 Date of Incorporation August 16, 1982
  - D. Other form of organization
4. Names, titles and addresses of trustees or corporation officers, directors, and trustees or others  
 Initial Board of Directors: Sal Alberti, 831 Skyline Terrace,  
 Endicott, New York; Thomas Dellapenna, 501 Delrose Lane, Johnson  
 City, New York; Leslie Destin, 200 Dayo Hill Road, Johnson City,  
 New York; James Gow, 3724 Wildwood Road, Endwell, New York;  
 Francis Moran, 2804 Yale Street, Endwell, New York; Frank Paul,  
 507 Hilltop Road, Endwell, New York; David Roth, 418 Kathleen  
 Drive, Endwell, New York; Leslie Distin, Deyo Hill Road,  
 Endwell, New York 13760.
5. Documents required to be attached: (Check appropriate box showing attachment)
  - A. By executor: copies of will  codicils  decree admitting will to probate and decree settling last prior accounts of executors .
  - B. By testamentary trustee: copies of will  codicils  and decree settling last prior accounts of trustees .
  - C. By inter-vivos trustees: copies of trust instrument  and any amendments thereto  and of last prior order settling accounts of trustees .
  - D. By corporate directors: copies of certificate of incorporation and amendments thereto . If corporation was created pursuant to directions in a will or other instrument, please annex a copy thereof .
  - E. By other form of organization: copies of agreement or other governing instrument .

