

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 May 23, 2016.



Anthony Giardina

Anthony Giardina
Executive Deputy Secretary of State

160519000760

**CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF
SARATOGA COUNTY PROSPERITY PARTNERSHIP, INC.**

Under Section 803 of the Not-for-Profit Corporation Law

FIRST: The name of the Corporation is: Saratoga County Prosperity Partnership, Inc.

SECOND: The certificate of incorporation was filed by the Department of State on: May 29, 2014.

THIRD: The law the Corporation was formed under is: Section 1411 of the Not-For-Profit Corporation Law of the State of New York.

FOURTH: The Corporation is a corporation as defined in subparagraph (5) of paragraph (a) of Section 102 of the Not-for-Profit Corporation Law.

FIFTH: The certificate of incorporation is amended as follows:

Paragraph EIGHTH of the Certificate of Incorporation relating to the dissolution of the corporation is hereby amended to read in its entirety as follows:

EIGHTH: Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

SIXTH: The Secretary of State is designated as agent of the Corporation upon whom process against it may be served. The address to which the Secretary of State shall forward copies of process accepted on behalf of the Corporation is: Saratoga County Prosperity Partnership, Inc., 2911 Route 9, Malta, New York 12020.

SEVENTH: The certificate of amendment was authorized by a majority of all members of the Corporation entitled to vote thereon at a meeting of the members and by a majority of all members of the Board of Directors of said Corporation.

IN WITNESS WHEREOF, I have signed this Certificate of Amendment this 17th day of May, 2016.

By: John C Lawler
John Lawler, Chairman

State of New York
County of Saratoga

SS:

John Lawler being duly sworn deposes and says that he is the Chairman of the Board of Directors of the Saratoga County Prosperity Partnership, Inc. and the person who signed the foregoing Certificate of Amendment and knows the contents thereof and that the same is true to his knowledge.

Justin S. Miller

Sworn to before me this
17 day of May 2016.
Justin S. Miller

JUSTIN S. MILLER
Notary Public, State of New York
No. 02M16020242
Qualified in Albany County
Commission Expires June 8, 2019

