

12. All of the subscribers hereto are of full age; that at least 19 years of age; that at least two thirds (2/3) of them are citizens of the United States; at least one of them is a resident of the State of New York; and that of the persons named as directors, at least one is a citizen of the United States and a resident of the State of New York.

IN WITNESS WHEREOF, we have made, signed, acknowledged, and filed this certificate in duplicate.

Dated this 15th day of April, 1976.

| NAME  | ADDRESS                           |
|---|-----------------------------------|
| <i>Thomas DeGaetani</i><br>Thomas DeGaetani   | R. D. #2<br>Narrowsburg, New York |
| <i>Fred Tegeler</i><br>Fred Tegeler           | Narrowsburg, New York             |
| <i>Elaine Giguere</i><br>Elaine Giguere       | R. D. #2<br>Narrowsburg, New York |
| <i>Hugh McCammon</i><br>Hugh McCammon         | R. D. #2<br>Narrowsburg, New York |
| <i>Arlene Williamson</i><br>Arlene Williamson | R. D. #1<br>Callicoon, New York   |
| <i>John Pavese</i><br>John Pavese             | R. D. #1<br>Narrowsburg, New York |

STATE OF NEW YORK )  
COUNTY OF SULLIVAN) ss.:


On this 15th day of April, 1976, before me personally appeared Thomas DeGaetani, to me known and known to me to be the same person described in and who executed the foregoing certificate and he duly acknowledged to me that he executed the same.

*Mildred D. La Barr*  
Notary Public

MILDRED D. LA BARR  
Notary Public State of New York  
Sullivan County #1035  
My Comm. Expires


STATE OF NEW YORK )  
COUNTY OF SULLIVAN) ss.:

On this 16th day of April, 1976, before me personally appeared Fred Tegeler, to me known and known to me to be the same person described in and who executed the foregoing certificate and he duly acknowledged to me that he executed the same.

  
Robert H. Rasmussen  
Notary Public  
ROBERT H. RASMUSSEN  
Notary Public, State of New York  
Sullivan County Number 981  
My commission expires March 30, 1977

STATE OF NEW YORK )  
COUNTY OF SULLIVAN) ss.:

On this 15th day of April, 1976, before me personally appeared Elaine Giguere, to me known and known to me to be the same person described in and who executed the foregoing certificate and she duly acknowledged to me that she executed the same.

  
Mildred D. La Barr  
Notary Public  
MILDRED D. LA BARR  
Notary Public State of New York  
Sullivan County #1035  
My Commission Expires Mar. 30 1977

STATE OF NEW YORK )  
COUNTY OF SULLIVAN) ss.:

On this 15th day of April, 1976, before me personally appeared Hugh McCammon, to me known and known to me to be the same person described in and who executed the foregoing certificate and he duly acknowledged to me that he executed the same.

Mildred D. La Barr  
Notary Public  
MILDRED D. LA BARR  
Notary Public State of New York  
Sullivan County #1035  
My Commission Expires Mar. 30 1977



STATE OF NEW YORK )  
COUNTY OF SULLIVAN) ss.:

On this 16<sup>th</sup> day of APRIL, 1976, before me personally appeared Arlene Williamson, to me known and known to me to be the same person described in and who executed the foregoing certificate and she duly acknowledged to me that she executed the same.

  
Notary Public

ROBERT H. RASMUSSEN  
Notary Public, State of New York  
Sullivan County Number 981  
My commission expires March 30, 1977

STATE OF NEW YORK )  
COUNTY OF SULLIVAN) ss.:


On this 16<sup>th</sup> day of APRIL, 1976, before me personally appeared John Pavese, to me known and known to me to be the same person described in and who executed the foregoing certificate and he duly acknowledged to me that he executed the same.

  
Notary Public

ROBERT H. RASMUSSEN  
Notary Public, State of New York  
Sullivan County Number 981  
My commission expires March 30, 1977

I hereby approve of the foregoing certificate of Incorporation and of the filing thereof.

*Dated: 15 May 1976*

  
Justice of the Supreme Court  
Third Judicial District

*Notice of Presentation waived.*

*No objection to approval.*

*Louis J. Leftkowitz*  
*Attorney General of the State of N.Y.*

*By Irwin Leibowitz*

IRWIN LEIBOWITZ  
ASSISTANT ATTORNEY GENERAL  
STATE OF NEW YORK

A TRUE RECORD ENTERED AUG 26 1976

11:15 A.M.

JOSEPH M. PURCELL, CLERK

11/17/76  
J. J. [unclear]  
[unclear]

Certificate of Amendment of  
Certificate of Incorporation  
of  
DELAWARE VALLEY ARTS ALLIANCE, INC.

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

We, the undersigned, hereby certify:

1. The name of the corporation is Delaware Valley Arts Alliance, Inc.

2. The certificate of incorporation was filed by the Department of State on July 29, 1976, pursuant to the Not-For-Profit Corporation Law.

3. That corporation is a corporation as defined in subparagraph (a)(5) of Section 102 of the Not-For-Profit Corporation Law; that the corporation is a type B corporation and that the corporate purposes are hereinafter limited to tax exempt purposes as defined in section 501(c)(3) of the Internal Revenue Code of 1954.

4. The post office address of the corporation is Narrowsburg, Town of Tusten, Sullivan County, New York 12764, to which the Secretary of State shall mail a copy of any notice required by law.

5. The certificate of incorporation is amended:

a) to add the following paragraph to its purposes:

"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."

and (b) to substitute for paragraph 2 of said certificate of incorporation the following new paragraph:

*Handwritten signature*  
"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."

c) to add the following paragraph:

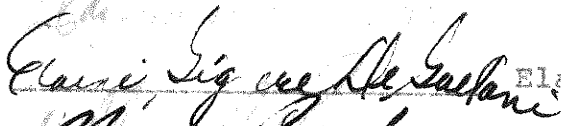
"In the event of dissolution, all of the remaining assets and property of the corporation shall after necessary expenses thereof be distributed to such organizations as shall qualify under section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or, to another organization to be used in such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

6. The above amendments to the certificate of incorporation were authorized by a vote of a majority of the members of the corporation.

7. No consent or approval of the foregoing certificate of amendment is required by law.

IN WITNESS WHEREOF, we have made, signed, acknowledged and filed the certificate in duplicate.

Dated this 26<sup>th</sup> day of June 1978.



Elaine Giguere DeGaetani, President



Mary Curtis, Secretary

Notary Public for the State of New York

STATE OF NEW YORK )  
: ss.  
COUNTY OF SULLIVAN)

MARY CURTIS, being duly sworn, deposes and says that she is Secretary of Delaware Valley Arts Alliance, Inc., and one of the persons who signed the foregoing certificate of amendment; that she has read the certificate of amendment and knows the contents thereof, and the same is true to her own knowledge.

*Mary Curtis*  
Mary Curtis

DELAWARE VALLEY ARTS ALLIANCE, INC.

Sworn to before me the  
26th day of June 1978.

*William O. Rosen*  
Notary Public

WILLIAM O. ROSEN  
Notary Public, State of New York  
Qual. in Sullivan Co. #1060  
Reg. No. 588647050  
Comm. Expires March 30, 1980

I hereby approve the foregoing certificate of amendment of the certificate of incorporation of Delaware Valley Arts Alliance, Inc., and of the filing thereof.

Dated: July 5, 1978

*Robert C. Williams*  
Justice of the Supreme Court

Notice of presentation waived; no objection to approval.

Dated: July 3, 1978

LOUIS J. LEFKOWITZ  
Attorney General  
State of New York

By *John E. Lynch*  
Assistant Attorney General