

COPY FOR THE ATTORNEY GENERAL

FEB 2 1985

CERTIFICATE OF AMENDMENT OF THE CERTIFICATE OF INCORPORATION OF NEW YORK - NEW JERSEY TRAIL CONFERENCE, INC. UNDER SECTION 803 OF THE NOT-FOR-PROFIT CORPORATION LAW.

Attorney General

We, the undersigned, the president of

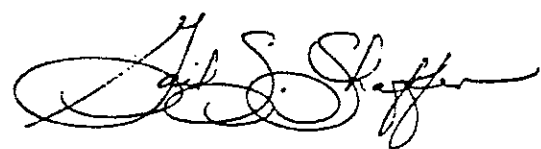
State of New York }
Department of State }

ss.:

29291

I hereby certify that I have compared the annexed copy with the original document filed by the Department of State and that the same is a correct transcript of said original.

Witness my hand and seal of the Department of State on MAY 10 1985



Secretary of State

380507-004(12/82)

it served upon him or her is: G.P.O. Box 2250, New York, New York 10001.

5. The certificate of incorporation is amended to change the corporate purposes (so as to permit Internal Revenue Code § 501 (c) (3) treatment) as contained in Paragraph 2 of the

COPY FOR THE ATTORNEY GENERAL

FEB 2 1958

Attorney General

CERTIFICATE OF AMENDMENT OF THE CERTIFICATE OF INCORPORATION OF NEW YORK - NEW JERSEY TRAIL CONFERENCE, INC. UNDER SECTION 803 OF THE NOT-FOR-PROFIT CORPORATION LAW.

We, the undersigned, the president and secretary respectively of the New York - New Jersey Trail Conference, Inc., hereby certify:

1. The name of the corporation is New York - New Jersey Trail Conference, Inc.
2. The certificate of its incorporation was filed by the Department of State on April 28th, 1958 pursuant to the Membership Corporation Law.
3. The corporation is a corporation as defined in subparagraph (a) (5) of section 102 of the Not-for-Profit Corporation Law; is a Type A corporation and shall after the filing hereof, be a Type B corporation, pursuant to paragraph (b) of section 201 of the Not-for-Profit Corporation Law.
4. The corporation designates the Secretary of State of the State of New York as its agent upon whom process against it may be served and the post office address to which the Secretary of State shall mail a copy of any process against it served upon him or her is: G.P.O. Box 2250, New York, New York 10001.
5. The certificate of incorporation is amended to change the corporate purposes (so as to permit Internal Revenue Code § 501 (c) (3) treatment) as contained in Paragraph 2 of the

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Certificate of Incorporation to read in their entirety as follows:

"2. The purposes for which said corporation is to be formed are as follows:

(a) To disseminate information and inform the public as to hiking activities; to receive and administer funds and property and distribute same to charitable and educational organizations; to coordinate the efforts of walking organizations in the States of New York and New Jersey; to build and maintain trails and shelters in these states; and to aid in the conservation of wild lands and wildlife and protect places of natural beauty.

(b) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article.

(c) To make distributions to similar organizations that qualify as exempt organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954 as the same now exists or as it may hereafter be amended from time to time.

(d) No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

(e) The corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501 (c) (3) of the Internal Revenue Code of 1954 and its Regulations as they now exist or as they may hereafter be amended (or the corresponding provisions of any future United States Internal Revenue Law), or by any organization contributions to which are deductible under Section 170 (c) (2) of such Code and Regulations as they now exist or as they may hereafter be amended (or the corresponding provisions of any future United States Internal Revenue Law).

(f) Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall, at the time, qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Supreme Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as said Court shall determine, upon approval of a Justice of the Supreme Court of the State of New York.

which are organized and operated exclusively for such purposes.

(g) The corporation shall distribute its income for each taxable year at such time and in such manner as not to subject it to tax under Section 4942 of the Internal Revenue Code of 1954; as amended, and the corporation shall not (a) engage in any act of self-dealing as defined in Section 4941 (d) of the Code; (b) retain any excess business holdings as defined in Section 4943 (c) of the Code; (c) make any investments in such manner as to subject the corporation to tax under Section 4944 of the Code; or (d) make any taxable expenditures as defined in Section 4945 (d) of the Code.

(h) Nothing herein shall authorize this corporation, directly or indirectly, to engage in or include among its purposes, any of the activities mentioned in Not-for-Profit Corporation Law, Section 404 (b) - (t) or 460(a) Social Services."

6. The amendment of the certificate of incorporation was authorized by vote of a majority of all members entitled to vote thereon at a meeting of members held on October 4, 1984. The affirmative vote constituted a quorum.

In Witness Whereof, we have signed this certificate and affirm that said certificate is true under penalty of perjury this 18th day of January, 1985.


RICHARD J. KAVALEK, President


DANIEL D. CHAZIN, Secretary

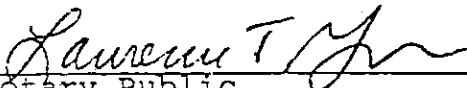
STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

RICHARD J. KAVALEK, being duly sworn deposes and says that he is the President of the New York - New Jersey Trail Conference, Inc., that he has read the foregoing certificate of amendment and knows the contents thereof and that the same are true.



RICHARD J. KAVALEK

Sworn to before me this
18 day of January, 1985.



Notary Public

LAWRENCE J. GROSS
NOTARY PUBLIC, State of New York
No. 31-1585215
Qualified in New York County
March 30, 1985

The undersigned has no objection to the granting of Judicial approval hereon and waives statutory notice.

THE UNDERSIGNED HAS NO OBJECTION TO THE GRANTING OF JUDICIAL APPROVAL HEREON AND WAIVES STATUTORY NOTICE.

ROBERT ABRAMS, ATTORNEY GEN., STATE OF NEW YORK

ROBERT ABRAMS
ATTORNEY GENERAL
STATE OF NEW YORK

by:

Allen E. ...

Date: 3-26-85

ALLEN E. ...
Assistant ...

I, **JAYN A. SANDIFER**, a Justice

of the Supreme Court of the State of New York for the FIRST

Judicial District do hereby approve the foregoing Certificate of Amendment of the Certificate of Incorporation of ^{NEW YORK-NEW JERSEY} ~~NEW YORK~~ Trail Conference Inc. _____ and consent that the same be filed.

Date: APRIL 11, 1985
NEW YORK, N.Y.

Jayn A. Sandifer
JSC
JAYN A. SANDIFER

CERTIFICATE OF AMENDMENT OF THE CERTIFICATE
OF INCORPORATION OF NEW YORK - NEW JERSEY
TRAIL CONFERENCE, INC. UNDER SECTION 803 OF
THE NOT-FOR-PROFIT CORPORATION LAW

Dated: January 18, 1985

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NYC, NY Co.
105377

N/A
No Not. Add. & Type
not Desig.

GERING, GROSS & GROSS
86-26 Queens Blvd.
Elmhurst, New York 11373
(718) 429-2021

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STATE OF NEW YORK
DEPARTMENT OF STATE
FILED MAY 10 1985
AMT. OF CHECK \$ 34.50
FILING FEE \$ 30
COUNTY FEE \$
COPY \$ 4.50
CERT \$
REFUND \$
SPEC HANDLE \$
BY: *[Signature]*

[Handwritten signature]
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