

# ***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 April 10, 2015.

*Anthony Giardina*

Anthony Giardina  
Executive Deputy Secretary of State

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CERTIFICATE OF INCORPORATION  
OF  
CATTARAUGUS COUNTY  
ECONOMIC SUSTAINABILITY AND GROWTH CORPORATION

Under Section 402 of the Not-For-Profit Corporation Law.

The undersigned, for the purpose of forming a corporation pursuant to Section 402 of the Not-for-Profit Corporation Law of the State of New York, hereby certifies:

1. The name of the Corporation is the Cattaraugus County Economic Sustainability and Growth Corporation (hereinafter "the Corporation").
2. The Corporation is a corporation as defined in subparagraph (a)(5) of Section 102 of the Not-for-Profit Corporation Law ("N-PCL") and is a charitable corporation under Section 201 of the N-PCL.
3. The Corporation is being formed and shall be operated exclusively for the lawful public and quasi-public purposes of benefiting and furthering the wellbeing of the citizens of Cattaraugus County (hereinafter "the County"). Through lessening the burdens of government and otherwise acting in the public interest, the following public and quasi-public purposes shall be fulfilled:
  - (a) Assisting the private sector in the creation of employment opportunities for County residents, particularly those employment positions that pay a living wage, offer health, retirement, and other employee benefits, and provide skills training;
  - (b) Encouraging the environmental remediation and reuse of contaminated property;
  - (c) Promoting the development of land use policies designed to encourage development and preserve neighborhoods, including the operations of the Cattaraugus County Land Bank Corporation;
  - (d) Encouraging and supporting the development and maintenance of municipal infrastructure, recreational facilities, and other public facilities and services that support businesses and residential neighborhoods; and
  - (e) Undertaking any other activities that effect the general purposes of the Corporation and for which corporations may be organized under the N-PCL as a charitable corporation.

In furtherance of the aforesaid purposes, the corporation shall have all the powers conferred by Section 202 of the N-PCL.

4. Notwithstanding any other provisions of this certificate of incorporation, the Corporation is organized exclusively of one or more of the purposes specified in Section 501(c)(4) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws (the "Internal Revenue Code") and shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code.

5. The corporation is not formed to engage in any activity or for any purpose requiring consent or approval of any state official, department, board, agency or other body. No consent or approval is required.

6. (a) All income and earnings of such corporation shall be used exclusively for its corporate purposes. No part of the net earnings of the Corporation shall inure to the benefit of any director, or officer of the Corporation or any private individual, except that reasonable compensation may be paid, other than to a director, for services rendered to or for the Corporation. No director or 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.

(b) 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 Section 501(h) of the Internal Revenue Code. The Corporation shall not participate or intervene (including the publication or distribution of statements) in any political campaign on behalf of, or in opposition to, any candidate for public office.

(c) Notwithstanding any other provision of this Certificate, the Corporation is organized exclusively for charitable and public purposes and is intended to qualify as an entity the income of which is exempt under Internal Revenue Code Section 501.

(d) In the event of the liquidation, dissolution, or winding up of the Corporation, whether voluntary or involuntary or by operation of law, all of the remaining assets and property of the Corporation shall after necessary expenses thereof be distributed in furtherance of the purposes set forth above or as otherwise provided under Section 1001, et seq. of the N-PCL.

7. The office of the Corporation in the State of New York shall be located in Cattaraugus County.

8. The Corporation shall be operated by a board of directors, comprised of nine (9) members whom shall serve ex officio.

9. The name and address of the initial directors of the Corporation are as follows:

Norman L. Marsh, Chairman, Cattaraugus County Legislature  
303 Court St., Little Valley, NY 14755

James J. Snyder, Sr., Vice-Chairman, Cattaraugus County Legislature  
303 Court St., Little Valley, NY 14755

Donna M. Vickman, Majority Leader, Cattaraugus County Legislature  
303 Court St., Little Valley, NY 14755

Susan Labuhn, Minority Leader, Cattaraugus County Legislature  
303 Court St., Little Valley, NY 14755

William E. Sprague, Assistant Minority Leader, Cattaraugus County Legislature  
303 Court St., Little Valley, NY 14755

Crystal J. Abers, Director of Economic Dev., Planning & Tourism, Cattaraugus County  
303 Court St., Little Valley, NY 14755

Joseph G. Keller, Treasurer, Cattaraugus County  
303 Court St., Little Valley, NY 14755

Daniel T. Martonis, Director of Real Property Services, Cattaraugus County  
303 Court St., Little Valley, NY 14755

John R. Searles, Administrator, Cattaraugus County  
303 Court St., Little Valley, NY 14755

10. The Secretary of State of the State of New York is hereby designated as the agent of the Corporation upon whom process in any action or proceeding against the Corporation may be served. The post office address to which the Secretary of State shall mail a copy of any such process so served is:

Cattaraugus County Economic Sustainability and Growth Corporation  
c/o County Attorney's Office  
303 Court Street  
Little Valley, NY 14755

IN WITNESS WHEREOF, the undersigned incorporator, being at least eighteen years of age, has signed this certificate this 6<sup>th</sup> day of April, 2015, and hereby affirms the truth of the statements contained herein under penalty of perjury.

  
Norman L. Marsh, Incorporator

