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CERTIFICATE OF INCORPORATION
OF

CONCORD GRAPE BELT HERITAGE ASSOCIATION, INC.

(Insert Corporation Name)

Under Section 402 of the Not-for-Profit Corporation Law

Filed by: Thomas E. Webb, Esq.
(Name)

252 Fillmore Avenue
(Mailing address)

Tonawanda, NY 14150
(City, State and Zip code)

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NOTE: This form was prepared by the New York State Department of State. It does not contain all optional provisions under the law. You are not required to use this form. You may draft your own form or use forms available at legal supply stores. The Department of State recommends that legal documents be prepared under the guidance of an attorney. The certificate must be submitted with a \$75 filing fee made payable to the Department of State.

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STATE OF NEW YORK
DEPARTMENT OF STATE

SEP 20 2004

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BY: nr/gt

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State of New York }
Department of State } ss:

I hereby certify that the annexed copy has been compared with the original document filed by the Department of State and that the same is a true copy of said original.

Witness my hand and seal of the Department of State on

September 21, 2004



A handwritten signature in black ink, appearing to read "R. M. AD", followed by a long horizontal flourish.

Secretary of State

F 040920001143

Not-for-Profit Form with State and Federal tax exempt language.

New York State
Department of State
Division of Corporations
Albany, NY 12231

CERTIFICATE OF INCORPORATION
OF

CONCORD GRAPE BELT HERITAGE ASSOCIATION, INC.
(Insert Corporation Name)

Under Section 402 of the Not-for-Profit Corporation Law

FIRST: The name of the corporation is: CONCORD GRAPE BELT HERITAGE ASSOCIATION, INC.

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

THIRD: The purpose or purposes for which the corporation is formed are as follows: **The Corporation is not formed for pecuniary profit or financial gain. The Corporation is designed exclusively to promote, encourage and support the dynamic economic development of the Concord grape and wine industries along the Lake Erie Region. The Corporation intends to identify the Lake Erie Concord grape belt through outdoor advertisement, brochures and the life to attract tourists to visit and spend time in this area to promote economic development and highlight the Concord grape belt as the oldest and largest Concord grape growing region in the world. Nothing herein shall authorize the Corporation to operate or maintain a library, museum or historical society or to own or hold collections.**

FOURTH: The corporation shall be a Type B corporation pursuant to Section 201 of the Not-for-Profit Corporation Law.

FIFTH: The office of the corporation is to be located in the County of Chautauqua, State of New York.

SIXTH: The names and addresses of the initial directors of the corporation are:

Helen Baran, 193 West Main Street, Westfield, NY 14787

Thomas Fuhrman, 501 East 38th Street, Erie, PA 16546

David A. Skellie, 5091 Station Rd., Erie, PA 16563-0504

David C. Momberger, 112 North Portage Street, Westfield, NY 14787

Andrew N. DuFresne, 3542 Turner Road, Jamestown, NY 14701-9608

SEVENTH: The Secretary of State is designated as agent of the corporation upon whom process against it may be served. The address within or without this state to which the Secretary of State shall mail a copy of any process accepted on behalf of the corporation is:

112 North Portage Street, Westfield, New York 14787

EIGHTH: (Optional) The name and street address in this state of the registered agent upon whom process against the corporation may be served is:

N/A

NINTH: (State and Federal exemption language for Type B and C corporations seeking tax exemption):

Notwithstanding any other provisions of these articles, the corporation is organized exclusively for one or more of the purposes as specified in §501(c)(3) of the Internal Revenue Code of 1954 (the "IRC"), and shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal income tax under IRC §501(c)(3) or corresponding provisions of any subsequent Federal tax laws.


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 corporation 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 IRC §501(h)), and the corporation shall not participate in, or intervene in (including the publication or distribution of statements), any political campaign on behalf of (or in opposition to) any candidate for public office.

In the event of dissolution, all of the remaining assets and property of the corporation shall, after necessary expenses thereof, be distributed to another organization exempt under IRC §501(c)(3), or corresponding provisions of any subsequent Federal tax laws, or to the Federal government, or state or local government for a public purpose, subject to the approval of a Justice of the Supreme Court of the State of New York.

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In any taxable year in which the corporation is a private foundation as described in IRC §509(a), the corporation shall distribute its income for said period at such time and manner as not to subject it to tax under IRC §4942, and the corporation shall not (a) engage in any act of self-dealing as defined in IRC §4941(d), retain any excess business holdings as defined in IRC §4943(c), (b) make any investments in such manner as to subject the corporation to tax under IRC §4944, or (c) make any taxable expenditures as defined in IRC §4945(d) or corresponding provisions of any subsequent Federal tax laws.

Thomas E. Webb X 
(Type name of incorporator) (Signature)
252 Fillmore Avenue, Tonawanda, New York 14150
(Address)

____ X _____
(Type name of incorporator) (Signature)

(Address)

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