

140827000

037

CERTIFICATE OF INCORPORATION
OF

SCHOHARIE MOHAWK INITIATIVE FOR SCIENCE AND TECHNOLOGY,
INC.

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

FIRST: The name of the corporation is Schoharie Mohawk Initiative for Science and Technology, Inc. (the "Corporation")

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

THIRD: The Corporation is formed for the purpose of introducing, promoting and advancing Science, Technology, Engineering, and Mathematics (STEM) based programs in the communities of the Mohawk and Schoharie Valleys located in eastern New York State. The Corporation will identify possible STEM programs, develop the necessary curriculum, as necessary, for those programs, secure any funding and/or material needed for those programs, and offer those programs to the school-aged (K-12) children living within the said communities.

FOURTH: Nothing herein shall authorize the Corporation to operate, maintain or manage a charter school, a nursery school, a kindergarten, an elementary school, a secondary school, a college, university or to advertise or offer credit-bearing courses or degrees in New York State.

FIFTH: 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.

SIXTH: The Corporation is a charitable corporation under Section 201 of the Not-for-Profit Corporation Law.

SEVENTH: The office of the Corporation is to be located in the County of Schenectady, State of New York.

EIGHTH: The names and addresses of the initial directors of the Corporation are as follows:

| <u>NAMES</u> | <u>ADDRESSES</u> |
|--------------|-------------------------------------------------|
| Walter Silva | 12 Lea Drive Delanson, New York 12053 |
| Aaron Heller | 106 Factory Street Schoharie, New York 12157 |

Demarcus Hamm 1655 Lenox Road
Schenectady, New York 12308

NINTH: The Secretary of State is hereby designated as agent of the Corporation upon whom process against the Corporation may be served. The address to which the Secretary of State shall mail a copy of any process accepted on behalf of the Corporation is:

Walter Silva
12 Lea Drive
Delanson, New York 12053

TENTH: The following language relates to the corporation's tax exempt status and is not a statement of purposes and powers. Consequently, this language does not expand or alter the corporation's purposes or powers set forth in paragraph THIRD.

- (a) Said corporation is organized exclusively for charitable, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- (b) Notwithstanding any other provision of this certificate of incorporation, the Corporation is organized exclusively for one or more of the purposes specified in Section 501(c)(3) of the Internal Revenue Code, 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.
- (c) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any member, trustee, director or officer of the Corporation or any other private person or entity, except that the Corporation shall be authorized to pay reasonable compensation for services rendered and to make payments and distribution in furtherance of its purposes as set forth in this certificate of incorporation.
- (d) No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Internal Revenue Code Section 501(h)), and the Corporation shall not participate 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.
- (e) In the event of dissolution, all of the remaining assets and property of the Corporation shall after payment of necessary expenses and satisfaction of all liabilities thereof be distributed upon approval of a Justice of the Supreme Court of the State of New York to another organization exempt under Section 501(c)(3) of the Internal Revenue Code or to the Federal government, or state or local government for a public purpose.

Incorporator Name: Walter Silva

Address: 12 Lea Drive

Delanson, New York 12053

Signature: _____

Walter Silva

140827000

037

CERTIFICATE OF INCORPORATION
OF

SCHOHARIE MOHAWK INITIATIVE FOR SCIENCE AND TECHNOLOGY, INC.

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

FILED BY: Walter Silva
12 Lea Drive
Delanson, New York 12053

STATE OF NEW YORK
DEPARTMENT OF STATE

FILED AUG 27 2014

TAX \$ _____
BY: Amu

042