



**CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF**

East of Hudson Watershed Corporation

(Name of Domestic Corporation)

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

FIRST: The name of the corporation is:

East of Hudson Watershed Corporation

If the name of the corporation has been changed, the name under which it was formed is:

SECOND: The certificate of incorporation was filed by the Department of State on:

October 18, 2011

THIRD: The law the corporation was formed under is:

Section 1411 of the Not-for-Profit Corporation Law

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

FIFTH: The certificate of incorporation is amended as follows:

Paragraph THIRD of the Certificate of Incorporation regarding the purposes of the corporation

is hereby [*check the appropriate box*] added amended to read in its entirety as follows:

THIRD: The Corporation is formed and will be operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and for the specific purposes of:

(a) Reducing the discharge and existing levels of phosphorus and other constituents of stormwater runoff in the watershed of the New York City water supply system east of the Hudson River (the "New York City EOH Watershed") in order to protect the quality of the waters therein and to achieve compliance with all federal, state and local laws, regulations and permits applicable to the municipalities located within the New York City EOH Watershed and the businesses and persons therein; and

(b) Reducing the discharge of contaminants into, and the levels of contaminants in, the New York City EOH Watershed in order to achieve compliance with all related federal, state and local laws, regulations and permits applicable to the municipalities and the businesses and persons located in the New York City EOH Watershed and to protect the quality of the waters therein; and

(c) Acting in the public interest by relieving and reducing unemployment, promoting and providing for additional and maximum employment, bettering and maintaining job opportunities, instructing or training individuals to improve or develop their capabilities for such jobs, carrying on scientific research for the purpose of aiding a community or geographical area by attracting new industry to the community or area or by encouraging the development of, or retention of, an industry in the community or area, and lessening the burdens of government relating to the New York City EOH Watershed.

Paragraph FOURTH of the Certificate of Incorporation regarding

the activities of the corporation

is hereby [*check the appropriate box*] added amended to read in its entirety as follows:

FOURTH: The Corporation shall carry out the foregoing purposes, on behalf of the municipalities located wholly or partly within the New York City EOH Watershed (the "EOH Municipalities"), by means of engaging in the following activities:

(a) administering, organizing and implementing any and all necessary programs and projects in order to achieve compliance with the requirements of all federal, state and local laws, regulations and permits in relation to New York City's use of the surface waters within the EOH Municipalities for New York City's water supply, including, but not limited to, the Municipal Separate Storm Sewer System ("MS4") heightened requirements, on a non-profit basis, and to protect the water quality of those waters; (b) applying for, obtaining and contracting with any federal, state or local governmental agency, foundation, organization or individual for the purpose of obtaining grants, loans, or other form of financial assistance and expending or authorizing the expenditure of such funds in furtherance of the non-profit public purposes of the Corporation; (c) acquiring by gift or purchase, holding, selling, conveying, assigning, mortgaging or leasing any property, real or personal, necessary or incidental to the non-profit public purposes of the Corporation; (d) administering water quality protection programs necessary to maintain and enhance the water quality in the New York City EOH Watershed, which shall include making decisions on the funding and implementation of said programs consistent with the laws, regulations and permits related to the New York City EOH Watershed and all other applicable federal, state and local laws, regulations and permits; (e) entering into, performing and carrying out the terms of any and all contracts, which are necessary, incidental to or in connection with the non-profit public purposes of the Corporation, or in advancement thereof; and (f) performing any other act which is incidental to or in connection with the non-profit public purposes of the Corporation, or in advancement thereof, but not for the pecuniary profit or financial gain of its members, directors or officers, except as permitted under Article 5 of the N-PCL.

(Remove this page if not needed)

SIXTH: The Secretary of State is designated as agent of the corporation upon whom process against it may be served. The address to which the Secretary of State shall forward copies of process accepted on behalf of the corporation is:

President, East of Hudson Watershed Corporation
2 Route 164
Patterson, NY 12563

SEVENTH: The certificate of amendment was authorized by: *(Check the appropriate box)*

- a vote of a majority of the members at a meeting.
 the unanimous written consent of the members entitled to vote thereon.
 a vote of a majority of the entire board of directors. The corporation has no members.

X 
(Signature)

President
(Capacity of Signer)

Richard Williams, Sr.
(Print or Type Signer's Name)

CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF

East of Hudson Watershed Corporation

(Name of Domestic Corporation)

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

Filer's Name Rodenhausen Chale & Polidoro LLP

Address 55 Chestnut Street

City, State and Zip Code Rhinebeck, NY 12572

NOTES:

1. The name of the corporation and its date of incorporation provided on this certificate must exactly match the records of the Department of State. This information should be verified on the Department of State's website at www.dos.ny.gov.
2. **The certificate must be submitted with a \$30 filing fee.**
3. 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 stationery stores.
4. The Department of State recommends that all documents be prepared under the guidance of an attorney.
5. **Please be sure to review Section 804 and Section 404 of the Not-for-Profit Corporation Law to determine if any consents or approvals are required to be attached to this certificate of amendment.**

For Office Use Only

