

CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF
ORANGE COUNTY PARTNERSHIP, INC.
Under Section 803 of the Not-for-Profit Corporation Law

Phillips Lytle LLP
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CERTIFICATE OF AMENDMENT
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CERTIFICATE OF INCORPORATION
OF
ORANGE COUNTY PARTNERSHIP, INC.

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

1. The name of the corporation is ORANGE COUNTY PARTNERSHIP, INC. (the “Corporation”). The name under which the Corporation was originally formed is ORANGE COUNTY ECONOMIC DEVELOPMENT CORPORATION.
2. The certificate of incorporation of the Corporation (the “Certificate of Incorporation”) was filed by the Department of State on September 24, 1985 under the Corporation’s previous name of ORANGE COUNTY ECONOMIC DEVELOPMENT CORPORATION.
3. The Corporation was formed pursuant to Section 402 of the Not-for-Profit Corporation Law (the “N-PCL”).
4. The Corporation is a corporation as defined in subparagraph (5) of paragraph (a) of Section 102 of the N-PCL.
5. The Certificate of Incorporation as now in full force and effect is hereby amended as follows:
 - a. Paragraph (7) with respect to the Corporation’s tax status and distribution of assets upon dissolution is hereby amended and restated in its entirety to read as follows:

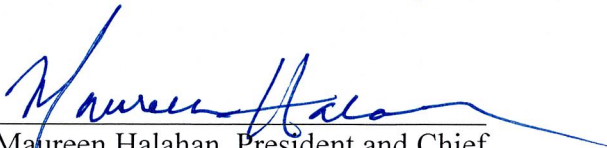
In the event of the dissolution of the corporation, after payment of its expenses and liabilities, the remaining assets and property of the corporation shall be distributed to another corporation that is exempt from U.S. federal income tax under the same provisions of the Internal Revenue Code of 1986, as amended (or any successor provisions thereto), as the corporation, with a preference for

corporations with purposes similar to those of the corporation and that conduct activities in Orange County, New York.

6. The Secretary of State is designated as agent of the Corporation, upon whom process against the Corporation may be served, and the post office address to which the Secretary of State shall mail a copy of each process is: 40 Matthews Street, Goshen, NY 10924.
7. The foregoing amendment to the Certificate of Incorporation was authorized by a unanimous vote of the directors at a meeting of board of the directors, duly called and held.

-Signature Page to Follow-

IN WITNESS WHEREOF, this certificate has been signed this 23 day of May, 2024 by the undersigned.


Maureen Halahan, President and Chief
Executive Officer

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