CERTIFICATE OF CHANGE OF NAME OF HARPUR COLLEGE FOUNDATION OF STATE UNIVERSITY OF NEW YORK, INC.

THE FOUNDATION OF THE STATE UNIVERSITY OF NEW YORK AT BINGHAMTON, INC.

Pursuant to Section Forty of the General Corporation Law.

We, CORNELIUS C. VAN PATTEN and G. BRUCE DEARING, being respectively the President and Secretary of Harpur College Foundation of State University of New York, Inc., certify:

In The name of this corporation is Harpur College Foundation of State University of New York, Inc..

- 2. The certificate of incorporation was filed in the office of the Secretary of State on the 24th day of January, 1957, and an amended certificate filed in the office of the Secretary of State on July 28, 1958.
- 3. The new name to be assumed by this corporation is The Foundation of the State University of New York at Binghamton, Inc.

IN WITNESS WHEREOF, we have made and subscribed this certificate this // day of September, 1967.

President

Secretary

On this: // ** day of September, 1967, before me personally came CORNELIUS C. VAN PATTEN and G. BRUCE DEARING, to me known and known to me to be the persons described in and who executed the foregoing certificate of change of name, and they thereupon severally duly acknowledged to me that they executed the same.

Notary Public

STATE OF NEW YORK)
COUNTY OF BROOME)

CORNELIUS C. VAN PATTEN and G. BRUCE DEARING, being duly sworn, depose and say, and each for himself deposes and says that he, Cornelius C. VanPatten is the president of Harpur College Foundation of State University of New York, Inc., and he, G. Bruce Dearing, is the secretary thereof; that they were duly authorized to execute and file the foregoing certificate of change of name of said corporation by the votes cast in personlor by proxy of a majority of the members of record of the corporation who are entitled to vote; that said votes were cast at a meeting of the members called for that purpose upon like notice as that required for annual meetings of the said corporation, the said meeting having been held at the Administration Building at Harpur College in the Town of Vestal,

Marie Clarky

Subscribed and sworn to before me this day of September, 1967

I, LOUIS M. GREENBLOTT, Justice of the Supreme Court in the Sixth Judicial District, where the office of Harpur College Foundation of State University of New York, Inc. is located, hereby approve the foregoing certificate and consent to the filing of the same.

Dated: September 4/ 1967.

Justice of the Supreme Court



U. S. TREASURY DEPARTMENT INTERNAL REVENUE SERVICE WASHINGTON 25, D. C.

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Harpur Gollege Foundation of State University of New York, Inc. 304 Lincoln Avenue Endicott, New York

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Gentlemen:

It is the opinion of this office, based upon the evidence presented, that you are exempt from Federal income tax as an organization described in section 501(c)(3) of the Internal Revenue Code zation described in section 501(c)(3) of the Internal Revenue Code of 1954, as it is shown that you are organized and operated exclusively for educational purposes.

Accordingly, you are not required to file income tax returns unless you change the character of your organization, the purposes for which you were organized, or your method of operation. Any such changes should be reported immediately to the District Director of Internal Revenue for your district in order that their effect upon your exempt status may be determined.

You are required, however, to file an information return,
Form 990A, annually, with the District Director of Internal Revenue
for your district so long as this exemption remains in effect. This
form may be obtained from the District Director and is required to
form may be obtained from the District Director and is required to
be filed on or before the fifteenth day of the fifth month following
the close of your annual accounting period.

Contributions made to you are deductible by the donors in computing their taxable income in the manner and to the extent provided by section 170 of the 1954 Code.

Bequests, legacies, devises or transfers to or for your use are deductible in computing the value of the taxable estate of a decedent for Federal estate tax purposes in the manner and to the extent provided by sections 2055 and 2106 of the 1954 Code. Gifts of property to or for your use are deductible in computing taxable gifts for to or for your use are deductible in the manner and to the extent provided by Federal gift tax purposes in the manner and to the extent provided by section 2522 of the 1954 Code.

2 - Harpur College Foundation of State University of New York, Inc.

No liability is incurred by you for the taxes imposed under the Federal Insurance Contributions Act (social security taxes) unless you have filed a waiver of exemption certificate in accordance with the applicable provisions of such Act. In the event you desire social security coverage for your employees or have any questions relating to the filing of a waiver of exemption certificate you should take the matter up with your District Director of Internal Revenue.

Your attention is called to the provisions of section 501(c)(3) of the Internal Revenue Code of 1954 under which your exemption will be revoked if any substantial part of your activities consists of carrying on propaganda, or otherwise attempting, to influence legislation, or if you participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidate for public office.

Any reference herein to a provision of the 1954 Code shall be deemed a reference to the corresponding provision of the 1939 Code.

The District Director of Internal Revenue for your district is being advised of this action.

The above ruling is based upon the amendment to be made to your charter to provide that in the event of dissolution assets would be used only for purposes specified in section 501(c)(3) of the 1954 Code. A copy of your charter, as amended, should be transmitted to this office.

Very truly yours,

e: 128.

J. I Tooley