

FILING RECEIPT

CORPORATION NAME: VICTOR HIKING TRAILS, INC.

DOCUMENT TYPE : INCORPORATION (DOM. NFP)

TYPE: A COUNTY: MONR

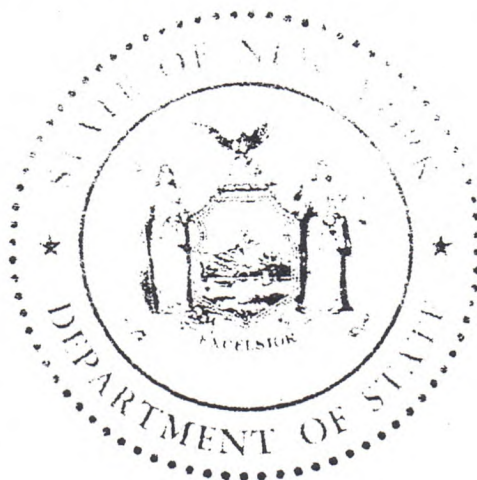
SERVICE COMPANY : ** NO SERVICE COMPANY **

FILED: 05/05/1992 DURATION: PERPETUAL CASH #: 920505000400 FILM #: 9205050003

ADDRESS FOR PROCESS

THE CORPORATION
502 HIGH STREET
VICTOR, NY 14564

REGISTERED AGENT



FILER	FEES	100.00	PAYMENTS	100.
BOYLAN, BROWN, CODE, FOWLER, RANDALL & WILSON ATTORNEYS AT LAW 900 MIDTOWN TOWER ROCHESTER, NY 14604	FILING : TAX : CERT : COPIES : HANDLING:	75.00 0.00 0.00 0.00 25.00	CASH : CHECK : BILLED:	0. 100. 0.
			REFUND:	0.

DOS-1025 (11/89)



CERTIFICATE OF INCORPORATION
-of-
VICTOR HIKING TRAILS, INC.

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

The undersigned, for the purpose of forming a corporation under Section 402 of the New York Not-for-Profit Corporation Law hereby certifies that:

1. The name of the corporation is Victor Hiking Trails, Inc. (hereinafter called the "Corporation").
2. The Corporation is a corporation as defined in Section 102(a)(5) of the Not-for-Profit Corporation Law.
3. The purposes for which the Corporation is to be formed are as follows:

To obtain the right of way, and to clear, mark, maintain, and promote a system of hiking trails, known as the Victor Hiking Trails, within the Town of Victor; to negotiate with the Town of Victor and with the owners of such land as is not under the authority of the Town of Victor for the rights to such trails; to encourage, foster, and stimulate interest and participation in the uses to which trails shall be put, including but not limited to, hiking, snow shoeing, birdwatching, cross-country skiing, and nature study; to provide for the mutual assistance, enjoyment, entertainment, and improvement of its members socially and physically by encouraging them to participate in both the creation and maintenance of such trails and in the varied uses to which they may be put; to do any other act or thing incidental to or connected with the foregoing purposes 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 Not-for-Profit Corporation Law.

Nothing herein shall authorize this corporation directly or indirectly to engage in or include among its purposes any of the activities mentioned in the New York State Not-for-Profit Corporation Law, Section 404(b)-(t).

The foregoing shall be construed both as objects and powers, in furtherance, and not in limitation, of the general powers conferred by the laws of the State of New York, and it is hereby expressly provided that the enumeration herein of specific objects and powers shall not be held to limit or restrict in any way the general powers set forth in Section 202 of the Not-for-Profit Corporation Law.

No part of the net earnings of the Corporation shall inure to the benefit of any private shareholder or individual except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes.

No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision in this Certificate, the Corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as now in force or afterwards amended, or by a corporation, contributions to which are deductible under Section 170(a), 2055(a)(2) and 2522(a)(2) of the Internal Revenue Code of 1986, as now in force or afterwards amended.

4. The Corporation is a Type A corporation as defined in Section 201 of the Not-for-Profit Corporation Law.
5. The county within the state in which the office of the Corporation is to be located is Monroe County.

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

Marcia Bryan	502 High Street Victor, NY 14564
Harry Lloyd	7335 Dryer Road Victor, NY 14564
Sue Freeman	7745 Peepers Hollow Victor, NY 14564
Allen Johnson	648 High Street Victor, NY 14564
Carol MacInnes	8307 Main Street Fishers, NY 14453
Larry Fisher	632 Wangum Road Fishers, NY 14453
Norman Smith	1149 Cunningham Drive Victor, NY 14564
Roberta Lockwood	11 Webster Heights Victor, NY 14564
Robin Emond	6201 Creekview Trail Farmington, NY 14425
Margaret Nugent	1676 Strong Road Victor, NY 14564

7. The Secretary of State of the State of New York is hereby designated as agent of the Corporation upon whom process against it may be served and the address to which the Secretary of State shall mail a copy of any process against the Corporation served upon him is 502 High Street, Victor, New York 14564.

8. Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as as exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as now in force or afterwards amended, as the Board of Directors shall determine.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this
14th day of April, 1992 and hereby affirms the truth of the statements contained
herein under penalty of perjury.

Marcia S. Bryan

Marcia S. Bryan, Incorporator
502 High Street, Victor, NY 14564

Susan J. Freeman

Susan J. Freeman, Incorporator
7745 Peepers Hollow, Victor, NY 14564

Allen C. Johnson

Allen C. Johnson, Incorporator
648 High Street, Victor, NY 14564

**AFFIDAVIT OF AUTHORIZATION
OF INCORPORATION
OF AN UNINCORPORATED ASSOCIATION**

COUNTY OF MONROE)
STATE OF NEW YORK) ss.:

Marcia S. Bryan, Susan J. Freeman and Allen C. Johnson
each for him/herself, being duly sworn, does depose and say:

He/She is one of the subscribers of the foregoing Certificate of Incorporation of Victor Hiking Trails, Inc.; the said Certificate of Incorporation is the incorporation of an existing unincorporated association, namely the Victor Hiking Trails Association; the subscribers of such Certificate of Incorporation constitute a majority of the members of a committee authorized to incorporate such association, as required by the bylaws of the association.

Marcia S. Bryan
Marcia S. Bryan

Susan J. Freeman
Susan J. Freeman

Allen C. Johnson
Allen C. Johnson

State of New York)
County of Monroe) ss.:

Subscribed and sworn to before
me this 14th day of April, 1992.

Alan S. Lockwood
Notary Public, State of New York

ALAN S. LOCKWOOD
Notary Public, State of New York
Ontario County
Commission Expires 12/31/93

STATE OF NEW YORK)
COUNTY OF MONROE) ss.:

On this 14th day of April, 1992, before me personally appeared Maricia S. Bryan, Susan J. Freeman, and Allen C. Johnson to me known, and known to me to be the same persons described in and who executed the foregoing instrument, and they acknowledged to me that they executed the same.

Alan S. Lockwood
Notary Public

ALAN S. LOCKWOOD
Notary Public, State of New York
Ontario County
Commission Expires 12/31/93