

**CERTIFICATE OF INCORPORATION
of NATIONAL SKI PATROL SYSTEM, INC.**

Pursuant to the Membership Corporations Law
of the State of New York

WE, THE UNDERSIGNED, for the purpose of forming a membership corporation pursuant to the Membership Corporations Law of the State of New York, hereby certify:

1. The name of the proposed corporation is NATIONAL SKI PATROL SYSTEM, INC.
2. The purposes for which it is to be formed are:
 - a) In any and all ways to promote public safety in skiing, including without limiting the generality of the foregoing, the dissemination of information with respect thereto and the formation of volunteer local patrols, consisting of competent skiers trained in the administration of first aid, for the purpose of preventing accidents and rendering speedy assistance to persons sustaining accidents; to solicit contributions of money, services and other property for, and generally to encourage and assist in carrying out, the foregoing purposes in every way.
 - b) In furtherance but not in limitation of the foregoing, the Corporation shall have power and authority:
 - 1) To acquire money, securities or other property, real or personal or rights or services of any nature, by gift, legacy or otherwise, without limitation as to amount or value except such limitation, if any, as may now or hereafter be imposed by law; to hold, invest, use or license others to use, sell or otherwise dispose of any money, securities, property, rights or services so acquired; and
 - 2) To exercise any and all powers (including the borrowing of money and securing of the same, the making of conveyances, assignments and contracts, and the incurring of obligations) which may be conferred by law and which may be necessary or appropriate to the purposes above mentioned.

In the event of the dissolution of the Corporation, all of its property and assets shall pass or be transferred by action of the members of the Corporation with the approval of the Supreme Court, New York County, or in the case of the failure of the members to act, by direction of said Court to a corporation or corporations (organized under the laws of the United States of America or any state thereof) whose property and assets are likewise devoted to the promotion of public safety, in trust for such purpose, or to trustees for the purpose of promoting public safety, in trust for such purpose, or to trustees for the purpose of promoting public safety.

The Corporation is not organized for pecuniary profit, and shall not engage in any activities for pecuniary profit, and no officer, director, member or employee of the Corporation shall receive any pecuniary profit from the operations thereof except reasonable compensation for services in effecting or carrying out one or more of its activities.

3. Its operations are to be conducted principally in the territory comprising the continental United States, including the District of Columbia, but may also be conducted throughout the World.
4. Its office is to be located in the City, County and State of New York.

5. The number of its directors (to be known as trustees) shall not be less than three nor more than twenty-five.
6. The names and residences of the directors (to be known as trustees) until the first annual meeting are:
7. All of the subscribers to this Certificate are of full age; at least two-thirds of them are citizens of the United States; at least one of them is a resident of the State of New York. Of the persons named as directors (to be known as trustees), at least one is a citizen of the United States and a resident of the State of New York.

IN WITNESS WHEREOF, we have made, subscribed and acknowledged this Certificate as of the 30th day of July, 1948.

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