STATE OF NEW YORK

DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

WITNESS my hand and official seal of the Department of State, at the City of Albany, on April 7, 2016.

Anthony Giardina
Executive Deputy Secretary of State

Rev. 06/13
CERTIFICATE OF INCORPORATION
OF

Con or Bust, Inc.

(Corporation Name)

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

FIRST: The name of the corporation is:
Con or Bust, Inc.

SECOND: The corporation is a corporation as defined in subparagraph (3) of paragraph (a) of Section 102 of the Not-for-Profit Corporation Law.

THIRD: (Select one)

☐ The purpose for which the corporation is formed is any purpose for which corporations may be organized under the Not-for-Profit Corporation Law as a charitable corporation.

☐ The purpose for which the corporation is formed is any purpose for which corporations may be organized under the Not-for-Profit Corporation Law as a non-charitable corporation.

☐ The purpose or purposes for which the corporation is formed are as follows:

The corporation is formed for the charitable and educational purposes of promoting the arts and culture in the form of speculative fiction (science fiction, fantasy, and related genres), by increasing racial diversity in the production of, and audience for, speculative fiction. The corporation will widen access to creative industries producing speculative fiction and encourage engagement with speculative fiction among non-white people, by providing financial and other support to creators, critics, and participants in community and professional events.
FOURTH: (Check the appropriate statement)

☐ The corporation is not formed to engage in any activity or for any purpose requiring consent or approval of any state official, department, board, agency or other body. No consent or approval is required.

☐ The corporation is formed to engage in any activity or for a purpose requiring consent or approval of a state official, department, board, agency or other body. Such consent or approval is attached.

FIFTH: The corporation is a: ☒ charitable corporation ☐ non-charitable corporation under Section 201 of the Not-for-Profit Corporation Law.

SIXTH: The office of the corporation is to be located in the County of Schenectady, State of New York.

SEVENTH: The names and addresses of the three initial directors of the corporation are:

(A minimum of three are required)

Name: Kate Nguyen
Address:

Name: Tanya Colleen DePeters
Address:

Name: Diana M. Phu
Address:

EIGHTH: 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 mail a copy of any process accepted on behalf of the corporation is:

Conor Bust, Inc.
P.O. Box 9432
Niagara Falls, NY 14309
NINTH: (Optional - Corporations seeking tax exempt status may include language required by the Internal Revenue Service in this paragraph.)

The following language relates to the corporation's tax exempt status and is not a statement of purposes and powers. Consequently, this language does not express or alter the corporation's purposes or powers set forth in paragraph THIRD.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in paragraph Third hereof.

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 or in opposition to any candidate for public office.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

Incorporator Names: Kate Nepveu

Address: (Type or Print)

Signature: [Signature]
CERTIFICATE OF INCORPORATION
OF

Con or Bus, Inc.

(Corporation Name)

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

FILED BY: Name: Kate Neple

Mailing Address: __________________________

City: __________________________ State: NY Zip Code: __________

NOTE: This sample form is provided by the New York State Department of State Division of Corporations for filing a certificate of incorporation. This form is designed to satisfy the minimum filing requirements pursuant to the Not-for-Profit Corporation Law. This Division will accept any other form which complies with the applicable statutory provisions. The Division recommends that this legal document be prepared under the guidance of an attorney. The Division does not provide legal, accounting or tax advice. This certificate must be submitted with a $75 filing fee made payable to the "Department of State.

For DOS use only

STATE OF NEW YORK
DEPARTMENT OF STATE

FILED APR 06 2016
TAX S.

BY: [Signature]

[Stamp]

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