

State of New York }
Department of State } *ss:*

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 seal of the Department of State on

NOV 17 1997



A handwritten signature in black ink, appearing to read "J. Club", followed by a long horizontal line extending to the right.

Special Deputy Secretary of State

137711000633

CERTIFICATE OF AMENDMENT
OF THE CERTIFICATE OF INCORPORATION

OF

NIAGARA ASSOCIATION LONG DISTANCE
RUNNING COMMITTEE, INC.

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

It is hereby certified that:

FIRST: The name of the corporation is

NIAGARA ASSOCIATION LONG DISTANCE
RUNNING COMMITTEE, INC.

SECOND: The certificate of incorporation of the corporation was filed by the Department of State on April 24, 1980.

THIRD: The corporation was formed under the Not-for-Profit Corporation Law.

FOURTH: The corporation is a corporation as defined in subparagraph (a) (5) of Section 102 of the Not-for-Profit Corporation Law.

FIFTH: The corporation is a Type A corporation under Section 201 of the Not-for-Profit Corporation Law.

SIXTH: The amendment of the certificate of incorporation of the corporation effected by this certificate of amendment is to change the name of the corporation.

SEVENTH: To accomplish the foregoing amendment, Article 1 of the certificate of incorporation of the corporation, relating to the corporate name, is hereby amended to read as follows:

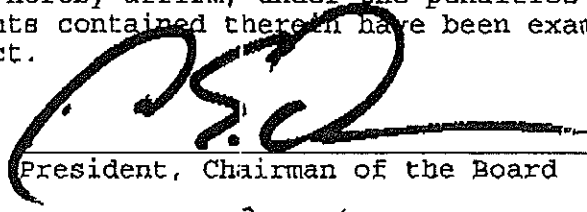
"1. The name of the corporation is
NIAGARA ASSOCIATION OF USA
TRACK & FIELD, INC "

EIGHTH: The foregoing amendment of the certificate of incorporation of the corporation was authorized by the unanimous written consent of all of the members of the corporation entitled to vote on the said amendment of the certificate of incorporation.

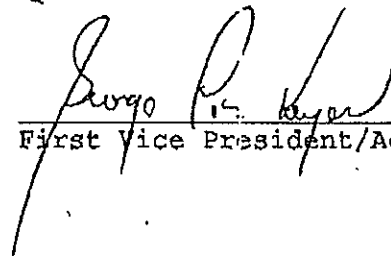
NINTH: The Secretary of State is designated as the agent of the corporation upon whom process against the corporation may be served. The post office address within the State of New York to which the Secretary of State shall mail a copy of any process against the corporation served upon him is: 3925 Harlem Road, Amherst, New York 14226.

* * * * *

IN WITNESS WHEREOF, we have subscribed this document on September 7, 1997, and do hereby affirm, under the penalties of perjury, that the statements contained therein have been examined by us and are true and correct.



President, Chairman of the Board



First Vice President/Acting Secretary

971118000633

ACCEPTED

<p>CERTIFICATE OF AMENDMENT OF THE CERTIFICATE OF INCORPORATION OF NIAGARA ASSOCIATION LONG DISTANCE RUNNING COMMITTEE, INC.</p>	<p>Under Section 803 of the Not-for-Profit Corporation Law</p>	<p>LAW OFFICES LEUENE, GOULDIN & THOMPSON 450 PLAZA DRIVE VESTAL, NY 13850-3857 MAILING ADDRESS XXXXXXXXXXXX XXXXXXXXXXXX</p>
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