

## Return of Private Foundation

Department of the Treasury  
Internal Revenue Serviceor Section 4947(a)(1) Trust Treated as Private Foundation  
► Do not enter social security numbers on this form as it may be made public.  
► Go to [www.irs.gov/Form990PF](http://www.irs.gov/Form990PF) for instructions and the latest information.1912  
2019

Open to Public Inspection

For calendar year 2019 or tax year beginning

, 2019, and ending

, 20

Name of foundation

UPMOBILITY FOUNDATION, INC.

BABI

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

28 WAVERLY PL

City or town, state or province, country, and ZIP or foreign postal code

LITTLE FALLS, NY 13365

G Check all that apply

 Initial return Initial return of a former public charity Final return Amended return Address change Name change

H Check type of organization

 Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationJ Fair market value of all assets at  
end of year (from Part II, col. (c), line  
16) ► \$ 10,691,406.

K Accounting method

 Cash  Accrual Other (specify) \_\_\_\_\_

(Part I, column (d), must be on cash basis)

A Employer identification number

47-1689125

B Telephone number (see instructions)

(518) 640-5000

C If exemption application is  
pending, check here. ► D 1 Foreign organizations, check here. ► 2 Foreign organizations meeting the  
85% test, check here and attach  
computation. ► E If private foundation status was terminated  
under section 507(b)(1)(A), check here. ► F If the foundation is in a 60-month termination  
under section 507(b)(1)(B), check here. ► Part I Analysis of Revenue and Expenses (The  
total of amounts in columns (b), (c), and (d)  
may not necessarily equal the amounts in  
column (a) (see instructions))(a) Revenue and  
expenses per  
books(b) Net investment  
income(c) Adjusted net  
income(d) Disbursements  
for charitable  
purposes  
(cash basis only)

1 Contributions, gifts, grants, etc., received (attach schedule)	987,825.		
2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B. . . . .			
3 Interest on savings and temporary cash investments. . . . .	13,747.	13,747.	
4 Dividends and interest from securities . . . . .	19,317.	19,317.	
5a Gross rents . . . . .			
b Net rental income or (loss) . . . . .			
6a Net gain or (loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a . . . . .	1,032,737.		
7 Capital gain net income (from Part IV, line 2) . . . . .		1,032,737.	
8 Net short-term capital gain. . . . .			
9 Income modifications . . . . .			
10a Gross sales less returns and allowances . . . . .			
b Less Cost of goods sold . . . . .			
c Gross profit or (loss) (attach schedule) . . . . .			
11 Other income (attach schedule) . . . . .			
12 Total. Add lines 1 through 11 . . . . .	2,053,626.	1,065,801	
13 Compensation of officers, directors, trustees, etc . . . . .	0.		
14 Other employee salaries and wages . . . . .			
15 Pension plans, employee benefits . . . . .			
16a Legal fees (attach schedule) ATCH 1 . . . . .	738.		
b Accounting fees (attach schedule) ATCH 2 . . . . .	6,900.		
c Other professional fees (attach schedule) . . . . .			
17 Interest . . . . .	18,111.	111.	
18 Taxes (attach schedule) (see instructions) [3]. . . . .			
19 Depreciation (attach schedule) and depletion. . . . .			
20 Occupancy . . . . .			
21 Travel, conferences, and meetings . . . . .	3,500.		3,500.
22 Printing and publications . . . . .			
23 Other expenses (attach schedule) ATCH 4 . . . . .	255.	5.	
24 Total operating and administrative expenses. Add lines 13 through 23. . . . .	29,504.	116.	3,500.
25 Contributions, gifts, grants paid . . . . .	697,885.		697,885.
26 Total expenses and disbursements Add lines 24 and 25	727,389.	116.	0.
27 Subtract line 26 from line 12 a Excess of revenue over expenses and disbursements b Net investment income (if negative, enter -0-) c Adjusted net income (if negative, enter -0-). . . . .	1,326,231.	1,065,685.	

SA For Paperwork Reduction Act Notice, see instructions.

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Form 990-PF (2019)

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<b>Part II Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	<b>Beginning of year</b>	<b>End of year</b>	
			<b>(a) Book Value</b>	<b>(b) Book Value</b>	<b>(c) Fair Market Value</b>
<b>Assets</b>	1	Cash - non-interest-bearing . . . . .			
	2	Savings and temporary cash investments . . . . .	650,179.	978,516.	978,516.
	3	Accounts receivable ►			
		Less allowance for doubtful accounts ►			
	4	Pledges receivable ►			
		Less allowance for doubtful accounts ►			
	5	Grants receivable. . . . .			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	7	Other notes and loans receivable (attach schedule) ►			
		Less allowance for doubtful accounts ►			
	8	Inventories for sale or use. . . . .			
	9	Prepaid expenses and deferred charges . . . . .			
	10a	Investments - U S and state government obligations (attach schedule) . . . . .			
	b	Investments - corporate stock (attach schedule) ATCH 5 . . . . .	295,729.	305,804.	9,712,890.
	c	Investments - corporate bonds (attach schedule) . . . . .			
	11	Investments - land, buildings, and equipment basis ►			
	Less accumulated depreciation ► (attach schedule)				
12	Investments - mortgage loans. . . . .				
13	Investments - other (attach schedule) . . . . .				
14	Land, buildings, and equipment basis ►				
	Less accumulated depreciation ► (attach schedule)				
15	Other assets (describe ►) . . . . .				
16	<b>Total assets (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .</b>	945,908.	1,284,320.	10,691,406.	
<b>Liabilities</b>	17	Accounts payable and accrued expenses . . . . .			
	18	Grants payable . . . . .			
	19	Deferred revenue. . . . .			
	20	Loans from officers, directors, trustees, and other disqualified persons. . . . .			
	21	Mortgages and other notes payable (attach schedule) . . . . .			
	22	Other liabilities (describe ►) . . . . .			
23	<b>Total liabilities (add lines 17 through 22) . . . . .</b>	0.	0.		
<b>Net Assets or Fund Balances</b>	Foundations that follow FASB ASC 958, check here ► <input type="checkbox"/> and complete lines 24, 25, 29, and 30.				
	24	Net assets without donor restrictions . . . . .			
	25	Net assets with donor restrictions . . . . .			
	Foundations that do not follow FASB ASC 958, check here ► <input checked="" type="checkbox"/> and complete lines 26 through 30.				
	26	Capital stock, trust principal, or current funds . . . . .			
	27	Paid-in or capital surplus, or land, bldg, and equipment fund. . . . .			
	28	Retained earnings, accumulated income, endowment, or other funds . . . . .	945,908.	1,284,320.	
	29	<b>Total net assets or fund balances (see instructions) . . . . .</b>	945,908.	1,284,320.	
	30	<b>Total liabilities and net assets/fund balances (see instructions) . . . . .</b>	945,908.	1,284,320.	

**Part III Analysis of Changes in Net Assets or Fund Balances**

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 29 (must agree with end-of-year figure reported on prior year's return).	1	945,908.
2	Enter amount from Part I, line 27a . . . . .	2	1,326,237.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3 . . . . .	4	2,272,145.
5	Decreases not included in line 2 (itemize) ► ATCH 6 . . . . .	5	987,825.
6	<b>Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29 . . . . .</b>	6	1,284,320.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co )			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
1 a SEE PART IV SCHEDULE	b	c	d	e	
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))		
a	b	c	d	e	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	a	b	c
d	e		d	e	
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	1,032,737.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c). See instructions. If (loss), enter -0- in Part I, line 8 . . . . .	{ . . . . . }		3	0.	

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No  
If "Yes," the foundation doesn't qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2018	398,897.	6,317,435.	0.063142
2017	125,052.	2,618,919.	0.047749
2016	190,527.	807,033.	0.236083
2015	136,359.	747,914.	0.182319
2014		41,840.	
2 Total of line 1, column (d) . . . . .			2 0.529293
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years . . . . .			3 0.105859
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5 . . . . .			4 11,097,429.
5 Multiply line 4 by line 3. . . . .			5 1,174,763.
6 Enter 1% of net investment income (1% of Part I, line 27b) . . . . .			6 10,657.
7 Add lines 5 and 6 . . . . .			7 1,185,420.
8 Enter qualifying distributions from Part XII, line 4 . . . . . If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8 701,385.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)		
1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1 . . .	<div style="border: 1px solid black; padding: 5px; margin-bottom: 5px;">Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)</div> <div style="border: 1px solid black; padding: 5px; margin-bottom: 5px;">b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .</div> <div style="border: 1px solid black; padding: 5px; margin-bottom: 5px;">c All other domestic foundations. enter 2% of line 27b Exempt foreign organizations, enter 4% of Part I, line 12, col (b) . . . . .</div> <div style="border: 1px solid black; padding: 5px; margin-bottom: 5px;">2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)</div> <div style="border: 1px solid black; padding: 5px; margin-bottom: 5px;">3 Add lines 1 and 2 . . . . .</div> <div style="border: 1px solid black; padding: 5px; margin-bottom: 5px;">4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)</div> <div style="border: 1px solid black; padding: 5px; margin-bottom: 5px;">5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0- . . . . .</div> <div style="border: 1px solid black; padding: 5px; margin-bottom: 5px;">6 Credits/Payments</div> <div style="border: 1px solid black; padding: 5px; margin-bottom: 5px;">a 2019 estimated tax payments and 2018 overpayment credited to 2019 . . . . .</div> <div style="border: 1px solid black; padding: 5px; margin-bottom: 5px;">b Exempt foreign organizations - tax withheld at source . . . . .</div> <div style="border: 1px solid black; padding: 5px; margin-bottom: 5px;">c Tax paid with application for extension of time to file (Form 8868) . . . . .</div> <div style="border: 1px solid black; padding: 5px; margin-bottom: 5px;">d Backup withholding erroneously withheld . . . . .</div> <div style="border: 1px solid black; padding: 5px; margin-bottom: 5px;">7 Total credits and payments Add lines 6a through 6d . . . . .</div> <div style="border: 1px solid black; padding: 5px; margin-bottom: 5px;">8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached . . . . .</div> <div style="border: 1px solid black; padding: 5px; margin-bottom: 5px;">9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .</div> <div style="border: 1px solid black; padding: 5px; margin-bottom: 5px;">10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . . .</div> <div style="border: 1px solid black; padding: 5px; margin-bottom: 5px;">11 Enter the amount of line 10 to be Credited to 2020 estimated tax ► 2,788. Refunded ► 11</div>
1	21,314.	
2	21,314.	
3	21,314.	
4	0.	
5	21,314.	
6a	12,102.	
6b		
6c	12,000.	
6d		
7	24,102.	
8		
9		
10	2,788.	
11		

#### Part VII-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .

1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition . . . . .

If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities

1c Did the foundation file Form 1120-POL for this year? . . . . .

1d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year.

(1) On the foundation ► \$ \_\_\_\_\_ (2) On foundation managers ► \$ \_\_\_\_\_

1e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ \_\_\_\_\_

2 Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . .

If "Yes," attach a detailed description of the activities.

3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . . . .

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .

4b If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . .

If "Yes," attach the statement required by *General Instruction T*

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either

- By language in the governing instrument, or
- By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .

7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV

8a Enter the states to which the foundation reports or with which it is registered ► NEW YORK

b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G*? If "No," attach explanation . . . . .

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2019 or the tax year beginning in 2019? See the instructions for Part XIV. If "Yes," complete Part XIV. . . . .

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses . . . . .

	Yes	No
1a		X
1b		X
1c		X
2		X
3	X	
4a		X
4b		
5		X
6	X	
7	X	
8b	X	
9		X
10		X

**Part VII-A · Statements Regarding Activities (continued)**

	<b>Yes</b>	<b>No</b>
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions . . . . .	11	X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions . . . . .	12	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X
14 The books are in care of ► AYCO CO. LP. - NTG Telephone no ► 518-640-5000 Located at ► 100 COLISEUM DRIVE COHOES, NY ZIP+4 ► 12047		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here . . . . . and enter the amount of tax-exempt interest received or accrued during the year . . . . . ► 15		
16 At any time during calendar year 2019, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? . . . . . See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ►	16	X

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**

	<b>Yes</b>	<b>No</b>
File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		
1a During the year, did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? . . . . .	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . .	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . .	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . .	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? . . . . .	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) . . . . .	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions . . . . . Organizations relying on a current notice regarding disaster assistance, check here . . . . . ►	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2019? . . . . .	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2019, did the foundation have any undistributed income (Part XIII, lines 6d and 6e) for tax year(s) beginning before 2019? . . . . .	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
If "Yes," list the years ►		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) . . . . .	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . .	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
b If "Yes," did it have excess business holdings in 2019 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2019) . . . . .	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . .	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2019? . . . . .	4b	X

**Part VII-B : Statements Regarding Activities for Which Form 4720 May Be Required (continued)**

5a	During the year, did the foundation pay or incur any amount to	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		Yes	No
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? . . . . .				<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? . . . . .				<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(3) Provide a grant to an individual for travel, study, or other similar purposes? . . . . .				<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions . . . . .				<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? . . . . .				<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions. . . . .			5b		
Organizations relying on a current notice regarding disaster assistance, check here . . . . . ►						
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? . . . . .	<input type="checkbox"/> Yes	<input type="checkbox"/> No			
If "Yes," attach the statement required by Regulations section 53.4945-5(d)						
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . .			6b		X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? . . . . .			7b		
8	Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year? . . . . .	<input type="checkbox"/> Yes	<input type="checkbox"/> No			

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, and foundation managers and their compensation. See instructions.**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 7		0.	0.	0.

**2 Compensation of five highest-paid employees (other than those included on line 1 - see instructions). If none, enter "NONE."**

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000. . . . . ►

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**
**3 Five highest-paid independent contractors for professional services. See instructions. If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0.

**Total number of others receiving over \$50,000 for professional services . . . . . ►**
**Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc		Expenses
1 PLEASE NOTE, THE FOUNDATION IS NOT INVOLVED IN ANY DIRECT CHARITABLE ACTIVITIES. ITS PRIMARY PURPOSE IS TO SUPPORT, BY CONTRIBUTIONS, OTHER CHARITABLE ORGANIZATIONS EXEMPT		
2 UNDER INTERNAL REVENUE CODE SECTION 501(C) (3).		
3		
4		

**Part IX-B Summary of Program-Related Investments (see instructions)**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2		Amount
1 NONE		
2		
All other program-related investments See instructions		
3 NONE		
<b>Total. Add lines 1 through 3 . . . . . ►</b>		

Form 990-PF (2019)

**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a Average monthly fair market value of securities . . . . .	1a	10,556,427.
b Average of monthly cash balances . . . . .	1b	709,998.
c Fair market value of all other assets (see instructions) . . . . .	1c	
d <b>Total</b> (add lines 1a, b, and c) . . . . .	1d	11,266,425.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . . .	1e	
2 Acquisition indebtedness applicable to line 1 assets . . . . .	2	
3 Subtract line 2 from line 1d. . . . .	3	11,266,425.
4 Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions) . . . . .	4	168,996.
<b>5 Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	11,097,429.
<b>6 Minimum investment return.</b> Enter 5% of line 5 . . . . .	6	554,871.

**Part XI Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations, check here  and do not complete this part.)

1 Minimum investment return from Part X, line 6 . . . . .	1	554,871.
2a Tax on investment income for 2019 from Part VI, line 5 . . . . .	2a	21,314.
b Income tax for 2019 (This does not include the tax from Part VI) . . . . .	2b	
c Add lines 2a and 2b. . . . .	2c	21,314.
3 Distributable amount before adjustments. Subtract line 2c from line 1. . . . .	3	533,557.
4 Recoveries of amounts treated as qualifying distributions. . . . .	4	
5 Add lines 3 and 4 . . . . .	5	533,557.
6 Deduction from distributable amount (see instructions) . . . . .	6	
<b>7 Distributable amount as adjusted</b> Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	7	533,557.

**Part XII Qualifying Distributions** (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a Expenses, contributions, gifts, etc - total from Part I, column (d), line 26. . . . .	1a	701,385.
b Program-related investments - total from Part IX-B. . . . .	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes. . . . .	2	
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required) . . . . .	3a	
b Cash distribution test (attach the required schedule) . . . . .	3b	
<b>4 Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	701,385.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b See instructions. . . . .	5	0.
<b>6 Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .	6	701,385.

**Note:** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

**Part XIII Undistributed Income (see instructions)**

	(a) Corpus	(b) Years prior to 2018	(c) 2018	(d) 2019
1 Distributable amount for 2019 from Part XI, line 7 . . . . .				533,557.
2 Undistributed income, if any, as of the end of 2019				
a Enter amount for 2018 only. . . . .				
b Total for prior years 20 17 , 20 16 , 20 15				
3 Excess distributions carryover, if any, to 2019				
a From 2014 . . . . .				
b From 2015 . . . . .	98,321.			
c From 2016 . . . . .	150,479.			
d From 2017 . . . . .	9,003.			
e From 2018 . . . . .	91,788.			
f Total of lines 3a through e . . . . .	349,591.			
4 Qualifying distributions for 2019 from Part XII, line 4 ► \$ 701,385.				
a Applied to 2018, but not more than line 2a . . . . .				
b Applied to undistributed income of prior years (Election required - see instructions) . . . . .				
c Treated as distributions out of corpus (Election required - see instructions) . . . . .				
d Applied to 2019 distributable amount. . . . .				533,557.
e Remaining amount distributed out of corpus. . . . .	167,828.			
5 Excess distributions carryover applied to 2019 (If an amount appears in column (d), the same amount must be shown in column (a) ) . . . . .				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	517,419.			
b Prior years' undistributed income Subtract line 4b from line 2b. . . . .				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .				
d Subtract line 6c from line 6b Taxable amount - see instructions . . . . .				
e Undistributed income for 2018 Subtract line 4a from line 2a Taxable amount - see instructions . . . . .				
f Undistributed income for 2019 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2020. . . . .				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions) . . . . .				
8 Excess distributions carryover from 2014 not applied on line 5 or line 7 (see instructions) . . . . .				
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a . . . . .	517,419.			
10 Analysis of line 9				
a Excess from 2015 . . . . .	98,321.			
b Excess from 2016 . . . . .	150,479.			
c Excess from 2017 . . . . .	9,003.			
d Excess from 2018 . . . . .	91,788.			
e Excess from 2019 . . . . .	167,828.			

**Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)**

NOT APPLICABLE

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2019, enter the date of the ruling . . . . . ►				4942(j)(3) or	4942(j)(5)
b	Check box to indicate whether the foundation is a private operating foundation described in section					
2a	Tax year	Prior 3 years			(e) Total	
	(a) 2019	(b) 2018	(c) 2017	(d) 2016		
c						
d						
e						
3	Complete 3a, b, or c for the alternative test relied upon . . .					
a	"Assets" alternative test - enter					
(1)	Value of all assets. . . .					
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i) . . . .					
b	"Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . .					
c	"Support" alternative test - enter					
(1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties). . . . .					
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) . . . . .					
(3)	Largest amount of support from an exempt organization. . . . .					
(4)	Gross investment income .					

**Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)****1 Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2) )

MARTIN AND KRISTA BABINEC

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

N/A

**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ►  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc., to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions.

a The name, address, and telephone number or email address of the person to whom applications should be addressed

b The form in which applications should be submitted and information and materials they should include

c Any submission deadlines:

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

**Part XV Supplementary Information (continued)****3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>Name and address (home or business)</b>				
<b>a Paid during the year</b>				
ATCH 8				
<b>Total</b> .....			► 3a	697,885.
<b>b Approved for future payment</b>				
<b>Total</b> .....			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions )
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments . . . . .					
3 Interest on savings and temporary cash investments .			14	13,747.	
4 Dividends and interest from securities . . . . .			14	19,317.	
5 Net rental income or (loss) from real estate					
a Debt-financed property . . . . .					
b Not debt-financed property . . . . .					
6 Net rental income or (loss) from personal property					
7 Other investment income . . . . .					
8 Gain or (loss) from sales of assets other than inventory			18	1,032,737.	
9 Net income or (loss) from special events . . . . .					
10 Gross profit or (loss) from sales of inventory . . .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e) . . . . .				1,065,801.	
13 Total. Add line 12, columns (b), (d), and (e) . . . . . (See worksheet in line 13 instructions to verify calculations.)				13	1,065,801.

**Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes**

Line No. Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)

**Part XVII** · Information Regarding Transfers to and Transactions and Relationships With Noncharitable Exempt Organizations

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of		
(1)	Cash . . . . .	1a(1)	X
(2)	Other assets . . . . .	1a(2)	X
b	Other transactions.		
(1)	Sales of assets to a noncharitable exempt organization . . . . .	1b(1)	X
(2)	Purchases of assets from a noncharitable exempt organization . . . . .	1b(2)	X
(3)	Rental of facilities, equipment, or other assets . . . . .	1b(3)	X
(4)	Reimbursement arrangements . . . . .	1b(4)	X
(5)	Loans or loan guarantees . . . . .	1b(5)	X
(6)	Performance of services or membership or fundraising solicitations . . . . .	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees . . . . .	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

**2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (other than section 501(c)(3)) or in section 527? . . . . .  Yes  No

(a) Name of organization	(b) Type of organization	(c) Description of relationship
WFOO		

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

Sign  
Here

►  Signature of officer or trustee **SIGN HERE**

6/25/20

► President  
(Title)

May the IRS discuss this return  
with the preparer shown below?

<b>Paid Preparer Use Only</b>	Print/Type preparer's name <b>ELIZABETH VANTASSEL</b>	Preparer's signature <i>Elizabeth Van Tassel</i>	Date <b>06/02/2020</b>	Check <input type="checkbox"/> if self-employed	PTIN <b>P01080611</b>
	Firm's name <b>► C/O THE AYCO COMPANY, LP.</b>	Firm's EIN <b>► 33-1187432</b>			
	Firm's address <b>► PO BOX 15201 ALBANY, NY</b>	12212-5201	Phone no	<b>518-640-5000</b>	

**FORM 990-PF - PART IV**  
**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description			P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
1,032,737.		PUBLICLY TRADED SECURITIES DETAIL AVAILA PROPERTY TYPE: SECURITIES			D	VAR 1,032,737.	VAR
TOTAL GAIN(LOSS) .....						<u>1,032,737.</u>	

► Attach to Form 990, Form 990-EZ, or Form 990-PF.  
► Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for the latest information.

**2019**

Name of the organization UPMOBILITY FOUNDATION, INC.	Employer identification number 47-1689125
---	--

Organization type (check one):

Filers of: **Section:**

Form 990 or 990-EZ  501(c)( ) (enter number) organization  
 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation  
 527 political organization

Form 990-PF  501(c)(3) exempt private foundation  
 4947(a)(1) nonexempt charitable trust treated as a private foundation  
 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

**Note:** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

**General Rule**

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

**Special Rules**

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000, or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 **exclusively** for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions **exclusively** for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an **exclusively** religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received **nonexclusively** religious, charitable, etc., contributions totaling \$5,000 or more during the year . . . . . ► \$ \_\_\_\_\_

**Caution:** An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization UPMOBILITY FOUNDATION, INC.

Employer identification number  
47-1689125**Part I** **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	MARTIN & KRISTA BABINEC  C/O THE AYCO COMPANY, LP, P.O. BOX 860  SARATOGA SPRINGS, NY 12866-0860	\$ 987,825.	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions)
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions)
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions)
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions)
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash (Complete Part II for noncash contributions)

Name of organization UPMOBILITY FOUNDATION, INC.

Employer identification number

47-1689125

**Part II Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions )	(d) Date received
1	15,000 SHS TRINET GROUP INC	\$ 987,825.	08/26/2019
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions )	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions )	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions )	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions )	(d) Date received
		\$	

Name of organization UPMOBILITY FOUNDATION, INC.

**Employer identification number**

47-1689125

**Part III** **Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor.** Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of **\$1,000 or less** for the year. (Enter this information once. See instructions.) ► \$ \_\_\_\_\_  
Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<b>(e) Transfer of gift</b>		
	<b>Transferee's name, address, and ZIP + 4</b>		<b>Relationship of transferor to transferee</b>
	<b>(e) Transfer of gift</b>		
	<b>Transferee's name, address, and ZIP + 4</b>		<b>Relationship of transferor to transferee</b>
	<b>(e) Transfer of gift</b>		
	<b>Transferee's name, address, and ZIP + 4</b>		<b>Relationship of transferor to transferee</b>
	<b>(e) Transfer of gift</b>		
	<b>Transferee's name, address, and ZIP + 4</b>		<b>Relationship of transferor to transferee</b>
	<b>(e) Transfer of gift</b>		
	<b>Transferee's name, address, and ZIP + 4</b>		<b>Relationship of transferor to transferee</b>

FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
LEGAL FEES	738.			
TOTALS		<u>738.</u>		

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
TAX PREP FEE	6,900.			
TOTALS	<u><u>6,900.</u></u>			

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FOREIGN TAXES	111.	111.
FEDERAL TAXES	18,000.	
<b>TOTALS</b>	<b><u>18,111.</u></b>	<b><u>111.</u></b>

ATTACHMENT 3

FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INVESTMENT FEES	5.	5.
FILING FEES	250.	
TOTALS	<u>255.</u>	<u>5.</u>

ATTACHMENT 4

FORM 990PF, PART II - CORPORATE STOCKDESCRIPTION

GOLDMAN SACHS

TOTALS

<u>DESCRIPTION</u>	<u>BOOK VALUE</u>	<u>ENDING FMV</u>
GOLDMAN SACHS	305,804.	9,712,890.
TOTALS	<u>305,804.</u>	<u>9,712,890.</u>

ATTACHMENT 5

ATTACHMENT 6FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
--------------------	---------------

APPRECIATION OVER DONOR'S COST BASIS OF	987,825.
TOTAL	<u>987,825.</u>

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 7

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
MARTIN BABINEC 28 WAVERLY PL LITTLE FALLS, NY 13365	DIRECTOR - AS NEEDED 0.	0.	0.	0.
KRISTA BABINEC 28 WAVERLY PL LITTLE FALLS, NY 13365	DIRECTOR - AS NEEDED 0.	0.	0.	0.
ANDREA BABINEC 28 WAVERLY PL LITTLE FALLS, NY 13365	DIRECTOR - AS NEEDED 0.	0.	0.	0.
	GRAND TOTALS	0.	0.	0.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

## RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

RECIPIENT NAME AND ADDRESS

SEE ATTACHED LIST  
 28 WAVERLY PLACE  
 LITTLE FALLS, NY 13365

NONE  
 PC

FOUNDATION STATUS OF RECIPIENTATTACHMENT 8RECIPIENT NAME AND ADDRESSATTACHMENT 8

<u>FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
GENERAL CHARITABLE PURPOSES	GENERAL CHARITABLE PURPOSES	697,885
	TOTAL CONTRIBUTIONS PAID	<u>697,885</u>

**UPMOBILITY FOUNDATION, INC.**  
**CHARITABLE CONTRIBUTION LIST**  
**EIN: 47-1689125**  
**FYE: 12/31/19**

<b>DATE</b>	<b>CHECK #</b>	<b>PAYEE</b>	<b>AMOUNT</b>
1/3/19	213	Special Operations Warriors Foundation, Tampa, FL	10,000.00
1/3/19	214	Greater Little Falls Community Chest, Little Falls, NY	10,000.00
1/3/19	216	Glimmerglass Opera Theatre Inc, Cooperstown, NY	3,000.00
1/4/19	210	Upstate Venture Connect Corporation, Little Falls, NY	25,000.00
1/4/19	211	Upstate Venture Connect Corporation, Little Falls, NY	13,050.00
1/7/19	217	On Point for College, Syracuse, NY	10,000.00
1/11/19	212	Institute for Humane Studies, Arlington, VA	20,000.00
2/20/19	215	Mohawk Valley Center for the Arts Inc, Little Falls, NY	3,000.00
3/5/19	218	Little Falls City School District, Little Falls, NY	50,986.00
3/8/19	219	Little Falls City School District, Little Falls, NY	770.00
5/2/19	221	The Center for Healthy Workplace, Berkeley, California	3,400.00
7/8/19	223	Little Falls Pop Warner, Langhorne, Pennsylvania	4,305.00
7/24/19	224	Little Falls City School District, Little Falls, NY	68,556.00
8/1/19	226	YMCA, Little Falls, NY	13,179.96
8/2/19	225	Mohawk Valley Center for the Arts Inc, Little Falls, NY	1,250.00
8/14/19	227	Main Street First, Little Falls, NY	15,000.00
8/20/19	228	YMCA, Little Falls, NY	1,000.00
9/5/19	229	LeatherStocking Council, Utica, NY	1,000.00
9/5/19	230	Herkimer Lions Club, Herkimer, NY	300.00
10/9/19	301	Little Falls City School District, Little Falls, NY	33,660.00
10/15/19	302	Upstate Venture Connect Corporation, Little Falls, NY	12,000.00
10/18/19	303	Exponent Philanthropy, Washington, DC	1,095.00
10/29/19	304	Friends of Bassett, Cooperstown, NY	1,000.00
12/10/19	307	Focus on the Family, Colorado Springs, CO	25,000.00
12/10/19	312	NYSARC Inc Herkimer County Chapter, Herkimer NY	100,000.00
12/11/19	309	Special Operations Warriors Foundation, Tampa, FL	10,000.00
12/11/19	313	Glimmerglass Opera Theatre Inc, Cooperstown, NY	10,000.00
12/11/19	314	MVCC Foundation, Utica, NY	75,000.00
12/16/19	311	Greater Little Falls Community Chest, Little Falls, NY	15,000.00
12/19/19	308	YMCA, Little Falls, NY	20,000.00
12/23/19	310	Institute for Humane Studies, Arlington, VA	30,000.00
12/27/19	322	Food for the Poor, Coconut Creek, FL	103,000.00
12/30/19	318	Hope for the Warriors, Springfield, VA	3,333.00
12/30/19	316	Catholic Relief Services, Baltimore, MD	5,000.00
<b>Total Contributions paid</b>			<b>\$ 697,884.96</b>

*All contributions were made to the general purpose fund  
of public charitable organizations that were classified under  
Section 501(c)(3) of the Internal Revenue Code.*

DRAWDOWN  
ACCT. # 01

190724000

385

CERTIFICATE OF AMENDMENT  
OF THE  
CERTIFICATE OF INCORPORATION  
OF  
BABINEC FOUNDATION, INC.

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

**FIRST:** The name of the corporation is Babinec Foundation, Inc. (the "Corporation").

**SECOND:** The certificate of incorporation was filed by the Department of State on August 12, 2014.

**THIRD:** The law the Corporation was formed under is the Not-for-Profit Corporation Law.

**FOURTH:** The Corporation is a corporation as defined under subparagraph (S) of paragraph (a) of the Not-for-Profit Corporation Law.

**FIFTH:** The certificate of incorporation is amended as follows:

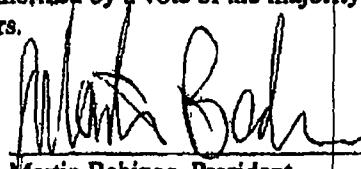
Paragraph FIRST of the Certificate of Incorporation relating to the name of the corporation is hereby amended to read as follows:

**FIRST:** The name of the corporation is UpMobility Foundation, Inc. (the "Corporation").

**SIXTH:** The Secretary of State is designated as agent of the Corporation upon whom service of process against it may be served. The address to which the Secretary of State shall forward copies of process accepted on behalf of the corporation is:

UpMobility Foundation, Inc.  
28 Waverly Place  
Little Falls, NY 13365

**SEVENTH:** The certificate of amendment was authorized by a vote of the majority of the entire board of directors. The Corporation has no members.



Martin Babinec, President

1404307.1

190724000385

CSI-01

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CERTIFICATE OF AMENDMENT  
OF  
BABINEC FOUNDATION, INC.

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

RECEIVED  
2019 JUL 24 PM 3:27

2019 JUL 24 AM 11:04

Filer: Alex Chung  
Phillips Nizer LLP  
485 Lexington Avenue  
New York, New York 10017

10c  
STATE OF NEW YORK  
DEPARTMENT OF STATE

FILED

JUL 24 2019

TAX \$  
BY: l

CSI-01

DRAW DOWN  
ACCOUNT

1404307.1

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N. Y. S. DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS AND STATE RECORDS

ALBANY, NY 12231-0001

FILING RECEIPT

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ENTITY NAME: UPMOBILITY FOUNDATION, INC.

DOCUMENT TYPE: AMENDMENT (DOMESTIC NFP)  
PROCESS NAME

COUNTY: HERK

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FILED: 07/24/2019 DURATION:\*\*\*\*\* CASH#: 190724000419 FILM #: 190724000385

FILER:

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ALEX CHUNG  
PHILLIPS NIZER LLP  
485 LEXINGTON AVENUE  
NEW YORK, NY 10017

ADDRESS FOR PROCESS:

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THE CORPORATION  
28 WAVERLY PLACE  
LITTLE FALLS, NY 13365

REGISTERED AGENT:

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SERVICE COMPANY: CAPITOL SERVICES, INC.

SERVICE CODE: 01

FEES	115.00	PAYMENTS	115.00
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FILING	30.00	CASH	0.00
TAX	0.00	CHECK	0.00
CERT	0.00	CHARGE	0.00
COPIES	10.00	DRAWDOWN	115.00
HANDLING	75.00	OPAL	0.00
		REFUND	0.00

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DOS-1025 (04/2007)

**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 July 25, 2019.

*Brendan C. Hughes*

Brendan C. Hughes  
Executive Deputy Secretary of State