

**PROXY**

**Please sign, date, and mail back in the enclosed envelope by August 14, 2009**

**Annual Meeting of Members of  
Canandaigua Lake Association Inc.  
August 22, 2009**

I hereby constitute and appoint Robert J. Brancato and Wendy Dunster, as Registrars with full power of substitution, to represent me at the Annual Meeting of Members of Canandaigua Lake Association Inc. to be held August 22 at 9:00 a.m. and at any adjournment thereof, with all the power which I would possess if personally present, and to cast my vote at said meeting, hereby revoking any earlier Proxy given.

1. To adopt the following resolutions in connection with the proposed merger of the Canandaigua Lake Association Inc. with and into Canandaigua Lake Watershed Alliance, Inc.:

RESOLVED, that the merger of Canandaigua Lake Association Inc. (the "Corporation") into Canandaigua Lake Watershed Alliance, Inc., upon the terms and conditions set forth in the Plan of Merger be, and it hereby is, approved, and that the Plan of Merger be, and it hereby is, approved and adopted; and be it further

RESOLVED, that the officers and directors of the Corporation be, and each of them hereby is, authorized, empowered, and directed to execute, deliver and file all necessary certificates, forms, applications, documents or instruments which may be required by any governmental authority by reason of the foregoing, including, but not limited to executing and filing a Certificate of Merger, with the Department of State of the State of New York, and to execute and deliver such other documents and to do whatever else they in their sole discretion shall deem reasonable or necessary in order to effect the intent and purpose of the foregoing resolutions.

2. To transact such other business as may properly come before the meeting.

This Proxy is solicited on behalf of the Canandaigua Lake Association Board of Directors. The Plan of Merger, and post-merger by-laws, slate of directors and officers are available at [www.canandaigualakeassoc.org](http://www.canandaigualakeassoc.org), Wood Library, 134 North Main Street, Canandaigua, and the Naples Library, 118 South Main Street, Naples.

**PLEASE NOTE THAT IF YOU ARE A MEMBER OF BOTH ORGANIZATIONS, YOU MUST VOTE TWICE – ONCE FOR EACH ORGANIZATION.**

**Please sign, date, and return this Proxy in the enclosed post-paid envelope by August 14, 2009.**

Date: \_\_\_\_\_

Signature: \_\_\_\_\_

Printed Name: \_\_\_\_\_

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Do you expect to attend the Annual Meeting in person? \_\_\_ Yes \_\_\_ No

(Note: even if you expect to attend in person, we urge you to return this Proxy to assure that your voting choices will count. If you do attend, you will still be able to withdraw this Proxy if you desire and vote in person).