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751255

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August 5, 2013

FLORIDA DEPARTMENT OF STATE
Division of Corporations

ONEBLOOD FOUNDATION, INC.
10100 DR MARTIN L KING JR ST N
SAINT PETERSBURG, FL 33716-3806US

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REF: 751255

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To:	1-850-617-6381
From:	SEnglish@foley.com
Date:	8/5/2013

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Please find attached fax correspondence for Amended and Restated Articles of Incorporation. Thank you, Sharon English Paralegal Foley & Lardner LLP 111 N. Orange Avenue, Suite 1800 Orlando, FL 32801 d: 407.244.3237 f: 407.648.1743 senglish@foley.com | www.foley.com

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SECRETARY OF STATE
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**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
ONEBLOOD FOUNDATION, INC.**

Pursuant to the provisions of Section 617.1007, Florida Statutes, OneBlood Foundation, Inc., a not for profit corporation organized and existing under the laws of the State of Florida (the "Corporation"), hereby adopts the following Amended and Restated Articles of Incorporation, which supersede and take the place of its existing Articles of Incorporation and any and all amendments thereto.

751255

ARTICLE I - CORPORATE NAME

The name of the Corporation is OneBlood Foundation, Inc.

ARTICLE II - PURPOSES

A. The general nature of the objects and purposes of this Corporation shall be: To accept, hold, invest, reinvest and administer gifts, bequests, devises, benefits of trusts (and be authorized to act as trustee where allowed by law) and property of any sort, without limitation as to amount or value, and to use, disburse, or donate the income or principal thereof exclusively for charitable, educational, scientific and other purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"). In furtherance of such charitable, educational, scientific and other purposes under Section 501(c)(3) of the Code, this Corporation shall use, disburse, or donate the income or principal of its funds for the general promotion and maintenance of a safe and efficient supply of human blood, plasma and scrums and in support of other organizations engaged in such activities and qualified as exempt from federal income taxes under Section 501(c)(3) of the Code.

B. Solely in furtherance of the purposes set forth above, the specific purposes and mission of this Corporation shall be to operate for the benefit of, to perform the functions of, and to carry out the purposes of OneBlood, Inc., formerly known as Florida Blood Services, Inc., a Florida not for profit corporation, which is a tax-exempt organization described in Sections 501(c)(3) and 170(c)(2) of the Code. This Corporation's purposes are limited to those purposes for which a supporting organization described in Section 501(a)(3) of the Code may be organized and operated.

ARTICLE III - TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE IV - OFFICERS

A. The officers of the Corporation shall be a President, such number of Vice Presidents, a Secretary, a Treasurer, and such other officers as may be provided in the Bylaws.

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B. The Officers shall be elected at the annual meeting of the Board of Directors or as provided in the Bylaws.

ARTICLE V - BOARD OF DIRECTORS

The business affairs of this Corporation shall be managed by the Board of Directors. The number of directors shall be established from time to time as provided in the Bylaws of the Corporation, but shall not in any event be fewer than three (3). The method of election of the directors shall be set forth in the Bylaws.

ARTICLE VI - BYLAWS

A. The Board of Directors of this Corporation may provide such Bylaws for the conduct of its business and the carrying out of its purpose as they may deem necessary from time to time.

B. Upon proper notice the Bylaws may be amended, altered or rescinded as provided in the Bylaws at any regular meeting or any special meeting of the Board of Directors called for that purpose.

ARTICLE VII - AMENDMENTS

These Articles of Incorporation may be amended at a special meeting of the Board of Directors called for that purpose by a majority vote of the Board of Directors.

ARTICLE VIII - LOCATION

The principal office of the Corporation is 10100 Dr. Martin Luther King Jr. Street North, St. Petersburg, Florida 33716. The location of the principal office shall be subject to change as may be provided in the Bylaws.

ARTICLE IX - DISSOLUTION

Upon dissolution of the Corporation, all of its assets remaining after payment of or provisions for all of the liabilities of the Corporation, including costs and expenses of such dissolution, shall be utilized exclusively for the exempt purposes of the Corporation or distributed to OneBlood, Inc., or in the event OneBlood, Inc. is no longer qualified as an organization described in Section 501(c)(3) or Section 170(c)(2) of the Code, to another organization which is so qualified, as shall be selected by the last Board of Directors. None of the assets will be distributed to any member, officer or Director of this Corporation. Any such assets not so disposed of shall be disposed of by the circuit court 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.

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ARTICLE X - Registered Office and Agent

The address of the Registered Office of the Corporation is One Independent Drive, Suite 1300, Jacksonville, FL 32202-5017, and the Registered Agent at such address is F & L Corp.

The foregoing Amended and Restated Articles of Incorporation were approved at a duly called meeting of the Board of Directors of the Corporation held on July 31, 2013, at which a quorum was present and at which the number of votes cast for the Amended and Restated Articles of Incorporation was sufficient for approval. There being no members of the Corporation, no vote by the members was required.

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation this 31st day of July, 2013.

ONEBLOOD FOUNDATION, INC., a Florida not
for profit corporation

By: Donald Dobbins
Name: DONALD DOBBINS
Title: Secretary

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA**ACCEPTANCE OF APPOINTMENT
BY INITIAL REGISTERED AGENT**

THE UNDERSIGNED, having been named in Article X of the foregoing Articles of Organization for **ONEBLOOD FOUNDATION, INC.** as initial registered agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that it is familiar with, and hereby accepts, the obligations set forth in Section 617.0501, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to it as registered agent of the limited liability company.

DATED, this 31 day of July, 2013.

REGISTERED AGENT:**F&L CORP.**By: 

Michael A. Okaty, Authorized Signatory