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FILED

98 APR 29 AM 11:14

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

April 24, 1998

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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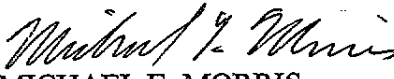
Re: Corporate Filing - Not For Profit

Dear Sir or Madam:

Enclosed please find an original and a copy of Articles of Incorporation for The Batrin Foundation, Inc., along with a check for \$70.00 and a self-addressed stamped envelope. Please file and handle accordingly.

Thank you for your attention to this matter.

Sincerely,


MICHAEL E. MORRIS

MEM/mkl

Encl.

P. Hall
APR 30 1998
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**ARTICLES OF INCORPORATION
OF
THE BATRIN FOUNDATION, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is THE BATRIN FOUNDATION, INC.

ARTICLE II

The existence of the corporation shall begin on the date of filing with the Secretary of State.

ARTICLE III

The principal place of business and mailing address of the Corporation is 509 N. Pace Boulevard, Pensacola, Florida 32505.

ARTICLE IV

The specific purposes for which the corporation is organized are to serve the HIV-related community. The exclusive purposes of this corporation are charitable, educational and scientific purposes within the meaning of section 501(c)(3) of the Internal Revenue Code. This corporation shall not afford pecuniary gain, incidentally or otherwise, to its members.

ARTICLE V

The manner in which the directors are elected is as stated in the bylaws of the corporation.

ARTICLE VI

The name and street address of the incorporator and initial registered agent is:

Ronald Eugene Cope
509 N. Pace Blvd.
Pensacola, Florida 32505

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 21 day of April, 1998.

Ronald Eugene Cope
RONALD EUGENE COPE

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for THE BATRIN FOUNDATION, INC. at the place designated in the articles of incorporation, the undersigned accepts the appointment and further agrees to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Ronald Eugene Cope
RONALD EUGENE COPE

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