

734219



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 673783 4304312

AUTHORIZATION :

Patricia Pizito

COST LIMIT : \$ 70.00

ORDER DATE : January 19, 1998

ORDER TIME : 9:45 AM

Merger

ORDER NO. : 673783-045

CUSTOMER NO: 4304312

CUSTOMER: Ms. Jennifer A. Devriendt
Jenner & Block
One Ibm Plaza
330 North Wabash
Chicago, IL 60611

000002434900-13

FILED
98 FEB 17 PM 2:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF MERGER

AMERICAN DIABETES ASSOCIATION,
FLORIDA, AFFILIATE, INC.

INTO

AMERICAN DIABETES ASSOCIATION

FILE FIRST

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX (2) P. PLAIN STAMPED COPY

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS: _____

*02250, 00721, 00589, 00544,
00524, 00672*

ARTICLES OF MERGER
Merger Sheet

MERGING:

THE AMERICAN DIABETES ASSOCIATION, FLORIDA, AFFILIATE, INC. a
Florida corporation 734219

INTO

AMERICAN DIABETES ASSOCIATION, an Ohio corporation not qualified in
Florida.

File date: February 19, 1998

Corporate Specialist: Annette Hogan

Account number: 072100000032

Account charged: 70.00



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 19, 1998

CSC
1201 Hays Street
Tallahassee, FL 32301

SUBJECT: THE AMERICAN DIABETES ASSOCIATION, FLORIDA, AFFILIATE, INC.
Ref. Number: 734219

RESUBMIT
Please give original
submission date as file date.

We have received your document for THE AMERICAN DIABETES ASSOCIATION, FLORIDA, AFFILIATE, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

Our records indicate the current name of the entity is as it appears on the enclosed computer printout. Please correct the name throughout the document.

The merger or share exchange should be signed by the chairman or vice chairman of the board of directors, the president or any other officer for each corporation involved in the merger or share exchange.

The name and title of the person signing the document must be noted beneath or opposite the signature.

On page 4 subsection 2.9 paragraph b it states that the initial Board of Directors shall consist of the persons listed in Exhibit A. The officers and directors are listed in Exhibit B. Please correct the paragraph to state that the officers and directors are listed in Exhibit B and to delete the word initial since they are not the first Board of Directors.

If you have any questions concerning the filing of your document, please call (850) 487-6907.

Annette Hogan
Corporate Specialist

Letter Number: 098A00009684

ARTICLES OF MERGER
OF
THE AMERICAN DIABETES ASSOCIATION, FLORIDA, AFFILIATE, INC.
a Florida not for profit corporation
INTO
AMERICAN DIABETES ASSOCIATION,
an Ohio nonprofit corporation

98 FEB 19 PM 2:51
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 617.1105 of the Florida Not For Profit Corporation Act, the undersigned corporations, American Diabetes Association, a nonprofit corporation of the State of Ohio, hereinafter referred to as the "Surviving Corporation," and American Diabetes Association, Florida, Affiliate, Inc., a not for profit corporation of the State of Florida, hereinafter referred to as the "Merging Corporation," hereby adopt the following Articles of Merger for the purpose of merging the Merging Corporation into the Surviving Corporation:

FIRST: Attached hereto as Exhibit A is a copy of the Agreement of Merger dated December 5, 1997.

SECOND: The name of the Surviving Corporation is American Diabetes Association, an Ohio nonprofit corporation and the name of the Merging Corporation is American Diabetes Association, Florida, Affiliate, Inc., a Florida not for profit corporation.

THIRD: With respect to the Surviving Corporation, the Agreement of Merger was duly adopted by the Central Council (the only members entitled to vote thereon) at a meeting held on June 27, 1997, at which a quorum was present, in accordance with the laws of the State of Ohio.

FOURTH: With respect to the Merging Corporation, the Agreement of Merger was duly adopted by the Board of Directors at a meeting held on September 20, 1997 (no members being entitled to vote thereon). The Agreement of Merger was approved by fourteen of the twenty-two directors then in office, which is sufficient to comply with the statutory requirements of the State of Michigan.

FIFTH: The Surviving Corporation hereby agrees that it may be served with process in Florida in any proceeding for the enforcement of any obligation of the Merging Corporation. The Surviving Corporation hereby irrevocably appoints the Department of State of Florida as its agent to accept service of process in any such proceeding and the address to which such process is to be mailed is: American Diabetes Association, National Center, 1660 Duke Street, Alexandria, Virginia 22314.

These Articles of Merger may be executed in one or more counterparts.

Each of the undersigned corporations have caused these Articles of Merger to be signed by its duly authorized officers on the date(s) stated below.

Dated Jan. 14, 1998

AMERICAN DIABETES ASSOCIATION

By: 

Its: Chair
Stephen J. Satalino, Chairman

Dated _____, 1998

AMERICAN DIABETES ASSOCIATION
FLORIDA, AFFILIATE, INC.

By: _____

Its: _____

ARTICLES OF MERGER
OF
THE AMERICAN DIABETES ASSOCIATION, FLORIDA, AFFILIATE, INC.
a Florida not for profit corporation
INTO
AMERICAN DIABETES ASSOCIATION,
an Ohio nonprofit corporation

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Dated _____, 1998

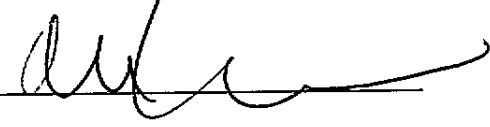
AMERICAN DIABETES ASSOCIATION

By: _____

Its: _____

Dated January 27, 1998

AMERICAN DIABETES ASSOCIATION
FLORIDA, AFFILIATE, INC.

By:  _____

Its: President, Victor Lawrence Roberts, M.D.

AGREEMENT OF MERGER

This Agreement of Merger is made by and between AMERICAN DIABETES ASSOCIATION, an Ohio nonprofit corporation ("ADA"), and certain affiliate organizations of ADA ("Affiliates") as provided in this Agreement.

WHEREAS, all of the parties to this Agreement of Merger were organized and are operated as nonprofit corporations to prevent and cure diabetes and to improve the lives of all people affected by diabetes, and are tax exempt under Section 501(c)(3) of the Internal Revenue Code; and

WHEREAS, the Boards of Directors of the Affiliates will review the Final Report of the ADA Future Directions Steering Committee and, based on that report recommending merger of all Affiliates into ADA, those that consider it advisable and in the best interests of their respective Affiliates will vote to approve this Agreement of Merger, or a plan or agreement substantially similar in effect to this Agreement, and take such other steps as are necessary for the respective Affiliates to merge into ADA and to combine their programs, activities, functions, administrations, affairs, and assets;

NOW THEREFORE, based on mutual consideration, the receipt and adequacy of which are acknowledged, the parties agree as follows:

1. The names of the corporations that may merge under this Agreement are the American Diabetes Association and its Affiliates. Those Affiliates becoming parties to this Agreement shall be referred to each as a "Merging Corporation" and, collectively, as the "Merging Corporations." The name of the corporation into which the Merging Corporations shall be merged is the American Diabetes Association (the "Surviving Corporation"). It is acknowledged that the votes to approve the merger by the Affiliates may take place from time to time and over a period of time, and that the mergers contemplated by this Agreement may proceed with or without the participation of some of the Affiliates and may be accomplished by separate filings with the applicable state authorities.

2. In accordance with the Ohio Nonprofit Corporation Law and the nonprofit corporate laws of each of the Merging Corporations, upon the Effective Date of the merger, as defined in Paragraph 3:

2.1 The Merging Corporations shall be merged into the Surviving Corporation, which shall be the surviving corporation in accordance with the applicable laws of the State of Ohio;

2.2 The purpose of the Surviving Corporation shall continue to be to prevent and cure diabetes and to improve the lives of all people affected by diabetes. The Surviving Corporation shall conduct its activities in accordance with the requirements for federal income tax exemption pursuant to Section 501(c) of the Internal Revenue Code of 1986, as amended ("Code").

2.3 The Surviving Corporation shall have all the rights, privileges, immunities and powers, and shall be subject to all the duties and liabilities of a corporation incorporated under the Ohio Nonprofit Corporation Law;

2.4 The Surviving Corporation shall possess all the rights, privileges, immunities and franchises of a public and private nature of the Merging Corporations. All property, real, personal and mixed, and all debts due on whatever account, and all other choses in action, and all and every other interest, of or belonging to or due to the Merging Corporations shall be taken and deemed to be transferred to and vested in the Surviving Corporation without further action or deed;

2.5 The Surviving Corporation shall from that time forward be responsible and liable for all the liabilities and obligations of the Merging Corporations. Any claim existing or action or proceeding pending by or against any Merging Corporation may be prosecuted to judgment as if the merger had not taken place, or the Surviving Corporation may be substituted in the place of such merging Corporation. Neither the rights of creditors nor any liens upon the property of any Merging Corporation shall be impaired by reason of the merger;

2.6 The Articles of Incorporation of the Surviving Corporation shall not be amended as a result of the merger;

2.7 The Bylaws of the Surviving Corporation shall be the Bylaws of the Surviving Corporation, and the Board of Directors of the Surviving Corporation shall be authorized to amend the Bylaws in order to effectuate the purposes of this Agreement;

2.8 Prior to the merger, the Merging Corporations had the membership classes set forth in their respective Bylaws. Immediately after the merger, all memberships in the Surviving Corporation shall be in accordance with the Bylaws of the Surviving Corporation, and the Central Council or its successor shall be the general voting body of the Surviving Corporation.

2.9 (a) The Board of Directors of the Surviving Corporation ("Board") shall manage the affairs of the Surviving Corporation consistent with the Bylaws and applicable law. In addition to other responsibilities provided by law, by the Articles of Incorporation, or the Bylaws of the Surviving Corporation, the Board shall be responsible for the establishment of the policies of the Surviving Corporation, for approval of annual budgets, and for all other steps deemed necessary or appropriate to effect the merger contemplated by this Agreement.

(b) The Board shall consist of those persons serving as directors of the Surviving Corporation, whose names and addresses and terms of office are stated on Exhibit B to this Agreement, including those who may be nominated to serve on the Board, in accordance with the Bylaw of the Surviving Corporation.

(c) The officers are those persons serving as officers of the Surviving Corporation, whose names and addresses are stated on Exhibit B to this Agreement. The responsibilities of, and terms for, each such officer will be set forth in the Bylaws.

(d) The Surviving Corporation shall have an Executive Committee and such other committees as the Board may, in its discretion, deem necessary or appropriate in accordance with the Bylaws.

2.10 All individuals who are employees of any Merging Corporation or the Surviving Corporation immediately prior to the Effective Date shall become employees of the Surviving Corporation, subject to the same terms and conditions of employment and eligible for the same employee benefit plans and programs applicable to such individuals immediately prior to the Effective Date until such plans and programs are changed by the Surviving Corporation. As soon as practicable following the Effective Date, the Surviving Corporation shall specify the employment practices and employee benefit plans and programs to be applicable to all employees of the Surviving Corporation and the date or dates as of which such plans or programs shall be effective with respect to employees of the Surviving Corporation. Any individual who first becomes an employee of the Surviving Corporation after the Effective Date shall be subject to such employment practices and eligible for such employee benefit plans and programs as the Surviving Corporation may determine.

2.11 The name and address of the statutory agent of the Surviving Corporation, which address shall also be considered the principal office of the Surviving Corporation in Ohio, shall continue to be CT Corporation System, Care Tower, 441 Vine Street, Cincinnati, Ohio 45202.

2.12 The first annual meeting of the Surviving Corporation shall be held no later than July 1, 1998; thereafter, annual meetings shall be held as required by the Bylaws of the Surviving Corporation or as determined by its Board.

3. For all purposes, the merger contemplated by this Agreement of Merger shall become effective July 1, 1997, or as soon thereafter as is reasonably and practically possible for each merging Corporation (the "Effective Date").

4. The Surviving Corporation may be served with process in any state in which a Merging Corporation was incorporated in any action or special proceeding for enforcement of any liability or obligation of a Merging Corporation.

5. The officer of the Merging Corporations who sign this Agreement or a plan or agreement substantially similar in effect to this Agreement certify that such Agreement of Merger was adopted by their respective Boards of Directors and/or members at duly authorized meetings at which quorum(s) were present in accordance with applicable law.

6. Any party may terminate this Agreement as to such party for any reason by giving written notice to the other parties.

7. This Agreement may be signed in counterparts.

IN WITNESS WHEREOF, the parties have executed this Agreement of Merger or its respective counterparts.

Attest:

AMERICAN DIABETES ASSOCIATION
an Ohio nonprofit corporation

By: 

Chair of the Board, Stephen J. Satalino

Date



Date

Attest:

AMERICAN DIABETES ASSOCIATION
Florida Affiliate, Inc.
a Florida nonprofit corporation

By: 

Duncan Moore
Chair of the Board


M. Alex White
Secretary/Treasurer

Date


Date

12-5-97

11-24-97

EXHIBIT B

EXHIBIT A

Each Affiliate is a nonprofit corporation in the state indicated in the name of the Affiliate, unless otherwise stated.

American Diabetes Association, Alabama Affiliate, Inc.
American Diabetes Association, Alaska Affiliate, Inc.
American Diabetes Association, Arizona Affiliate, Inc.
American Diabetes Association, Arkansas Affiliate, Inc.
American Diabetes Association, California Affiliate, Inc.
American Diabetes Association, Colorado Affiliate, Inc.
American Diabetes Association, Connecticut Affiliate, Inc.
American Diabetes Association, Delaware Affiliate, Inc.
American Diabetes Association, Washington, DC Area Affiliate, Inc.
American Diabetes Association, Florida Affiliate, Inc.
American Diabetes Association, Georgia Affiliate, Inc.
American Diabetes Association, Great Plains Affiliate, Inc., an Iowa nonprofit corporation.
American Diabetes Association, Hawaii Affiliate, Inc.
American Diabetes Association, Idaho Affiliate, Inc.
American Diabetes Association, Downstate Illinois Affiliate, Inc.
American Diabetes Association, Northern Illinois Affiliate, Inc.
American Diabetes Association, Indiana Affiliate, Inc.
American Diabetes Association, Kansas Affiliate, Inc.
American Diabetes Association, Kentucky Affiliate, Inc.
American Diabetes Association, Louisiana Affiliate, Inc.
American Diabetes Association, Maryland Affiliate, Inc.
American Diabetes Association, Michigan Affiliate, Inc.
American Diabetes Association, Minnesota Affiliate, Inc.
American Diabetes Association, Mississippi Affiliate, Inc.
American Diabetes Association, Missouri Affiliate, Inc.
American Diabetes Association, Montana Affiliate, Inc.
American Diabetes Association, Nevada Affiliate, Inc.
American Diabetes Association, New Jersey Affiliate, Inc.
American Diabetes Association, New Mexico Affiliate, Inc.
American Diabetes Association, New York State Affiliate, Inc.
American Diabetes Association, North Carolina Affiliate, Inc.
American Diabetes Association, North Dakota Affiliate, Inc.
American Diabetes Association, Ohio Affiliate, Inc.
American Diabetes Association, Oklahoma Affiliate, Inc.
American Diabetes Association, Oregon Affiliate, Inc.
American Diabetes Association, Pennsylvania Affiliate, Inc.
American Diabetes Association, Rhode Island Affiliate, Inc.
American Diabetes Association, South Carolina Affiliate, Inc.
American Diabetes Association, Tennessee Affiliate, Inc.

American Diabetes Association, Texas Affiliate, Inc.
American Diabetes Association, Utah Affiliate, Inc.
American Diabetes Association, Virginia Affiliate, Inc.
American Diabetes Association, Washington Affiliate, Inc.
American Diabetes Association, West Virginia Affiliate, Inc.
American Diabetes Association, Wisconsin Affiliate, Inc.
American Diabetes Association, Wyoming Affiliate, Inc.

American Diabetes Association, New England Region, Inc., a Vermont nonprofit corporation, subject to effective merger of the following affiliates: American Diabetes Association, Maine Affiliate, Inc.; American Diabetes Association, Massachusetts Affiliate, Inc.; American Diabetes Association, New Hampshire Affiliate, Inc.; and American Diabetes Association, Vermont Affiliate, Inc.

OFFICERS AND DIRECTORS OF THE AMERICAN DIABETES ASSOCIATION

Organizational Year 1997-1998

6/25/97

OFFICERS (EXECUTIVE COMMITTEE):

Chair of the Board

Stephen J. Satalino*

14 Teague Drive

Salem, NH 03079

(603) 890-0037 Home/Office

President, Northstar Consulting Group

FAX#: (603) 890-0038

E-Mail: sjs148@aol.com

President

Mayer B. Davidson, MD*

2103 Overland Avenue

Los Angeles, CA 90025

(310) 446-5451

Associate Director, Clinical Diabetes,
City of Hope;

Clinical Professor of Medicine

UCLA School of Medicine

FAX #: (310) 446-5451

E-Mail: mayerbd@aol.com

President, Health Care & Education

Christine A. Beebe, MS, RD, CDE*

St. James Health and Wellness Centers

30 East 15th Street, Suite 314

Chicago Heights, IL 60411

(708) 709-2056

Director, Health and Wellness Center

FAX#: (708) 709-2053

E-Mail: f60.ca@ssfhs.org

Chair of the Board-Elect

Jane Camporeale*

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Community Volunteer

FAX#: (918) 299-3414

E-Mail: jcamporeale@aol.com

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Mid-Manhattan Medical Association

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President-Elect, Health Care & Education

Linda B. Haas, PhC, RN, CDE*

2617 East Lake Sammamish Parkway, SE

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Specialist; Seattle VAMC

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Vice Chair of the Board

Edward T. Hawthorne*

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BankAmerica Systems, Engineering

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bankamerica.com

* Board Member by virtue of office

** Board Member by virtue of position

OFFICERS AND DIRECTORS OF THE AMERICAN DIABETES ASSOCIATION

Organizational Year 1997-1998

6/25/97

Vice President

Bruce R. Zimmerman, MD*

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Elizabeth A. Walker, RN, DNSc, CDE*

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Associate Director of Outreach, Diabetes
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Secretary-Treasurer

James Horbowicz*

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M&T Bank

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E-Mail: N/A

Past Chair of the Board

Alan Altschuler*

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Independent Merchant Banker

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Past President

Philip E. Cryer, MD*

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- * Board Member by virtue of office
- ** Board Member by virtue of position

OFFICERS AND DIRECTORS OF THE AMERICAN DIABETES ASSOCIATION

Organizational Year 1997-1998

6/25/97

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Coordinator, Mid-America
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BOARD OF DIRECTORS

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OFFICERS AND DIRECTORS OF THE AMERICAN DIABETES ASSOCIATION

Organizational Year 1997-1998

6/25/97

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OFFICERS AND DIRECTORS OF THE AMERICAN DIABETES ASSOCIATION

Organizational Year 1997-1998

6/25/97

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