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TRANSMITTAL LETTER

TO: QUALIFICATION/REGISTRATION SECTION
DIVISION OF CORPORATIONS

1000001720351
-04/24/95--01091--004
*****70.00 *****70.00

SUBJECT: AIDS Relief Fund, Inc.

(Name of corporation)

Dear Sir or Madam:

The enclosed "Application by Foreign Not For Profit Corporation for Authorization to Conduct Its Affairs in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign nonprofit corporation to conduct its affairs in Florida.

Please return all correspondence concerning this matter to the following:

Nathan Angell

(Name of Person)

AIDS Relief Fund, Inc.

(Firm/Company)

88 Lexington Avenue, Suite 16G

(Address)

New York NY 10016

(City, State and Zip Code)

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mtm

For further information concerning this matter, please call:

Nathan Angell

(Name of Person)

at (212) 481 - 3848

Area Code & Daytime Telephone Number

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

**APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR
AUTHORIZATION TO CONDUCT ITS AFFAIRS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZA-
TION TO CONDUCT ITS AFFAIRS IN THE STATE OF FLORIDA:**


1. AIDS Relief Fund, Inc.
(Name of corporation; must include the word "INCORPORATED" or "CORPORATION" or words or abbrevia-
tions of like import in language as will clearly indicate that it is a corporation instead of a natural person or
partnership if not so contained in the name at present. "Company" or "Co." may not be used as a corporate
suffix by a nonprofit corporation.)
2. New York 3. 133818249
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 3/21/95 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(Date corporation first conducted affairs in Florida -
See sections 617.1501, 617.1502, and 617.155, F.S.)
7. 88 Lexington Avenue, Suite 16G
New York NY 10016
(Current mailing address)
8. see Section 3.A-D of attached Certificate of Incorporation
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Kenneth Neil Rubenstein
(Name)
135 Ocean Drive, Suite 414
(Office address)
Miami Beach, Florida, 33139
(City) (Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)
(KEN RUBENSTEIN)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address only- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

SEE ATTACHED LIST

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: Kenneth Neil Rubenstein

Address: 135 Ocean Drive, Suite 414

Miami Beach FL 33139

Vice President: Winn Claybaugh

Address: 1278 Glenneyre, Suite 96

Laguna Beach CA 92651

Secretary: Nathan Angell

Address: 88 Lexington Avenue, Suite 16G, NY NY 10016

Treasurer: Roz Rubenstein Johnson

Address: 652 Petaluma Avenue, Suite J, Sebastopol CA 95471

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Nathan Angell
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

Nathan Angell

(Typed or printed name and capacity of person signing application)

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AIDS RELIEF FUND FOR BEAUTY PROFESSIONALS

88 LEXINGTON AVENUE
NEW YORK NY 10010
(212) 481-3848
FAX: (212) 481-3848
NY@aids-relief.org

PWA HOTLINE:
(800) 725-AIDS

WORLD WIDE WEBSITE:
WWW.AIDS-RELIEF.ORG

OFFICERS OF THE BOARD

Mr. Kenneth Neil Rubenstein
President of the Board

Mr. Winn Claybaugh
Vice President of the Board

Ms. Roz Rubenstein Johnson
Treasurer of the Board

Mr. Nathan Angell
Secretary of the Board
AIDS Relief Fund
88 Lexington Avenue
New York NY 10010
voice (212) 481-3848
fax (212) 481-3848
NY@aids-relief.org

BOARD OF DIRECTORS

Ms. Mary Atherton
Editor-in-Chief
Modern Salon Magazine
400 Knightsbridge Parkway
Lincolnshire IL 60069
voice (708) 634-2800
fax (708) 634-4379

Cher
c/o Grant & Canl
9100 Wilshire Boulevard
Penthouse 1000 West
Beverly Hills CA 90213
voice (310) 273-9494

Mr. Winn Claybaugh
The MASTERS Program
1278 Glenroyre E Suite 96
Laguna Beach CA 92651
voice (714) 497-2913
fax (714) 497-7163

Mr. John Paul DeJoria
Chairman & CEO
John Paul Mitchell Systems
26455 Golden Valley Road
Santa Clarita CA 91350
voice (805) 298-0400
fax (805) 298-9469

Ms. Whoopi Goldberg
Whoopi, Inc.
555 Melrose Avenue
Wilder Building
Los Angeles CA 90038
voice (310) 859-1668

Ms. Joan Harrison
Publications Director
Canadian Hairdresser Magazine
132 Cumberland Street
Toronto M5T 1A6 Canada
voice (416) 923-1111
fax (416) 968-1031

Ms. Caroline Hayes-Thomas
General Manager
Schools & Show Division
Vidal Sassoon Academy
1222 Third Street Promenade
Santa Monica CA 90401
voice (310) 393-0262
fax (310) 393-8947

Ms. Patricia Hearst
c/o Bernard Shaw
Vice President & Director
Corporate Security
Hearst Corporation
959 8th Avenue
New York NY 10019
voice (212) 649-2603
fax (212) 397-3073

Ms. Paula D. Jacobi
Vice President-General Manager
Professional Products
Clairol
2 Blachley Road
Stamford CT 06922
voice (203) 357-5875
fax (203) 357-9113

Mr. Gene Martignetti
Executive Vice President
Graham Webb International
13700 First Avenue North
Plymouth MN 55441
voice (612) 476-4800
fax (612) 476-3480

Mr. Robert Mugnal
Publisher
Salon News Magazine
Fairchild Publications
7 West 34th Street
New York NY 10001
voice (212) 630-4607
fax (212) 630-4837

Mr. Frederic A. Polk
Executive Vice President
Beauty & Barber Supply Institute
11811 North Tatum Blvd Suite 1085
Phoenix AZ 85028
voice (602) 404-1800
fax (602) 404-8900

Mr. Kenneth Neil Rubenstein
President
AIDS Relief Fund
135 Ocean Drive Suite 414
Miami Beach FL 33139
voice (305) 674-0772
fax (305) 674-0070

Ms. Roz Rubenstein Johnson
John Paul Mitchell Systems
652 Potaluma Avenue Suite J
Sebastopol CA 95471
voice (707) 823-0503
fax (707) 823-9785

Mr. Bernard Shaw
Vice President & Director
Corporate Security
Hearst Corporation
959 8th Avenue
New York NY 10019
voice (212) 649-2603
fax (212) 397-3073

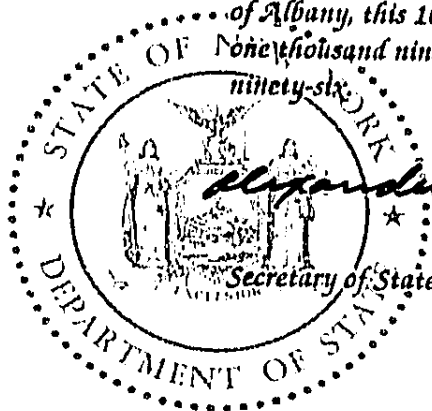
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State of New York | **ss:**
Department of State

I hereby certify, that the certificate of incorporation of AIDS RELIEF FUND, INC. was filed on 03/21/1995, as a Not-for-Profit corporation and that I have made a diligent examination of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, I find no such certificate, order or record, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

I further certify, that no other certificates have been filed by such corporation.

Witness my hand and the official seal
of the Department of State at the City
of Albany, this 10th day of April
Nineteen hundred and
ninety-six.



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and the general public in order to promote the foregoing purposes; and

- D. To engage in any and all other lawful activities incidental to and in pursuit of the foregoing purposes, except as restricted herein.

FOURTH: In furtherance of its corporate purposes, the Corporation shall have all general powers enumerated in N-PCL § 202, together with the power to solicit grants and contributions for corporate purposes. The Corporation shall have the right to exercise such other powers as now are, or may hereafter be, conferred by law upon a corporation organized for the purposes set forth in Article THIRD hereof or necessary or incidental to the powers so conferred, or conducive to the furtherance thereof.

FIFTH: The rights and responsibilities of members, if any, shall be as set forth in the bylaws.

SIXTH: Nothing herein contained shall authorize the Corporation, directly or indirectly, to engage in or include among its purposes any of the activities mentioned in N-PCL § 404(a)-(v).

SEVENTH: Notwithstanding any other provision herein, the Corporation shall neither have nor exercise any power, nor shall it engage directly or indirectly in any activity, that would invalidate its status as a corporation (i) which is exempt from Federal income taxation under I.R.C. § 501(a) as an organization described in I.R.C. § 501(c)(3) and (ii) contributions to which are deductible under I.R.C. §§ 170(c)(2), 2055(a)(2) and 2522(a)(2).

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

October 15, 1997

AIDS RELIEF FUND, INC.
420 LINCOLN ROAD
SUITE 357
MIAMI BEACH, FL 33139

SUBJECT: AIDS RELIEF FUND, INC.
Ref. Number: F96000002060

Debit Memo #: 81208-C

This is to inform you that check #1596 in the amount of \$61.25 submitted with the annual report for AIDS RELIEF FUND, INC. has been returned by your bank because of ACCOUNT CLOSED.

We request you remit a cashier's check or money order, referencing the above named debit memo number, in the amount of \$76.25 made payable to the Department of State to cover the unpaid fees and service charge.

Section 607.1421 or 617.1421, Florida Statutes, requires at least 60 day notice of our intent to administratively dissolve or revoke your corporation for failure to file the annual report and pay the filing fee. Consider this your 60 day notice if the payment is not received, your corporation will be administratively dissolved or revoked on or after December 15, 1997 and a reinstatement fee of an additional \$175 will be imposed to reactivate the corporation.

Please send the replacement check to my attention at the address listed below.

If you have any questions concerning the filing of your document, please call (850) 487-6057.

Pat Bailey
Accountant I

Letter Number: 097A00050414