

NO 300000 2718

Division of Corporations

Page 1 of 2

Florida Department of State  
Division of Corporations  
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Account Name : HUBCO  
Account Number : 104662003400  
Phone : (516) 935-3940  
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FLORIDA NON-PROFIT CORPORATION

AIDS Action Inc.

|                       |         |
|-----------------------|---------|
| Certificate of Status | 1       |
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03 MAR 28 PM 4:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLES OF INCORPORATION

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The undersigned, acting as incorporator(s) of a corporation pursuant to chapter 617, Florida Statutes, adopt(s) the following Articles of Incorporation:

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### ARTICLE I NAME

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The name of the corporation shall be:  
**AIDS ACTION INC.**

### ARTICLE II PRINCIPAL

#### Principal place of business and mailing address

The principal place of business and mailing address of this corporation shall be:

**AIDS ACTION INC.**  
1037 36th Street  
Orlando, FL 32805

### ARTICLE III PURPOSE(S)

The specific purpose(s) for which the corporation is organized is (are): To provide education and support services to individuals at risk, infected, or affected by HIV/AIDS.

Said organization is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distributions of statements) and political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from Federal income tax under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future Federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization of organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Prepared By:  
Bruce B. Hubbard  
77 East John St.  
Hicksville, New York 11801  
1-516-935-3940

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**ARTICLE IV**

**Manner of election of directors**

The manner in which the directors are elected or appointed is as follows:

**The Method of election of directors are to be stated in the bylaws.**

**ARTICLES V**

**Initial Directors/Officers**

The names and street addresses of the Directors/Officers: (OPTIONAL)

**Marc H. D'Aoust - 1037 36th Street, Orlando, FL 32805 - President/Director**

**Jeff Straub - 7 Lake Pleasant Road South, Apopka, FL 32703 - Vice President/Director**

**Bruce A. Nelson, Jr. - 1037 36th Street, Orlando, FL 32805 - Treasurer/Director**

**DeLois Hole - 100 East Anderson Street, #904, Orlando, FL 32801 - Secretary/Director**

**ARTICLES VI**

**Initial registered agent and street address**

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

**Marc H. D'Aoust  
1037 36th Street  
Orlando, FL 32805**

**ARTICLES VII**

**Incorporators**

The name(s) and the street address(es) of the Incorporator(s) for these articles of Incorporation is (are):

**Marc H. D'Aoust  
1037 36th Street  
Orlando, FL 32805**

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

26th day of March 2003.

  
\_\_\_\_\_  
Marc H. D'Aoust  
SIGNATURE

Marc H. D'Aoust  
\_\_\_\_\_  
INCORPORATOR

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CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

03 MAR 28 PM 4: 01

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE  
UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF  
FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN THE DESIGNATING THE  
REGISTERED OFFICE/AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: AIDS ACTION INC.

2. The name and address of the registered agent and office is:

Marc H. D'Aoust

Name

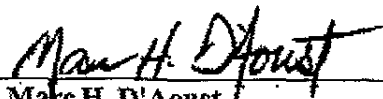
1037 36th Street

(P.O. Box or Mail Drop Box NOT Acceptable)

Orlando, FL 32805

(City / State / Zip)

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 the statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.*



Marc H. D'Aoust  
Signature

March 26, 2003

(Date)

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