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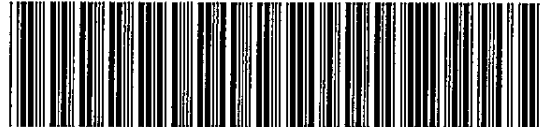
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

05 APR 21 PM 12:06

FILED

FILED

APR 21 2005

ADR
4/21/05

Chris Roland

Requester's Name

1000 Riverside Ave #115

Address

Jacksonville, FL 32204

City/State/Zip

904-355-1555

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. American Board of Clinical Lipidology, Inc.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☒ Walk in

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☒ Will wait

☐ Photocopy

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NEW FILINGS

- ☐ Profit
- ☒ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

AMENDMENTS

- ☒ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

Examiner's Initials

**ARTICLES OF AMENDMENT
TO
THE AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
AMERICAN BOARD OF CLINICAL LIPIDOLOGY, INC.**

FILED
05 APR 21 PM 12:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its amended and restated articles of incorporation.

FIRST: Amendments adopted: Articles Third, Fourth, Sixth amended as attached.

SECOND: The date of adoption of the amendment was March 4, 2005.

THIRD: The resolution was passed on the above date by the corporation's board of Directors.

Signed this 19th day of April, 2005



President

**ARTICLES OF INCORPORATION
OF
AMERICAN BOARD OF CLINICAL LIPIDOLOGY, INC.
Amended by the Board of Directors on March 4, 2005**

The undersigned, being a natural person of the age of more than twenty-one years, does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a not for profit corporation pursuant to the provisions of the Florida Not for Profit Corporation Act.

FIRST: The name of the corporation ("Corporation") shall be the American Board of Clinical Lipidology, Inc.

The principal place of business of this corporation shall be 8833 Perimeter Park Boulevard #301, Jacksonville, County of Duval, Florida 32216.

SECOND: The duration of the corporation shall be perpetual.

THIRD: The purposes for which the Corporation is organized, which shall continue to be the purposes of the Corporation until and if the same be amended pursuant to the provisions of the Florida Not for Profit Corporation Act, and which shall include the authority of the Corporation to transact any lawful business for which a corporation may be incorporated under the Florida Not for Profit Corporation Act, are as follows:

The purposes for which the Corporation is organized and operated shall be to operate solely for charitable, scientific and educational purposes solely within the exemption provided for by 26 U.S.C.A., Internal Revenue Code, Section 501(c)(3), and any amendments thereto, namely:

- A. To organize, administer and validate the education of lipid professional in the care of lipid patients.
- B. To certify those lipid medical professionals who have demonstrated extraordinary training and competence in lipid care.
- C. To elevate the standards of training and education in lipid medicine.
- D. To have all of the powers conferred upon corporations organized under the Florida Not For Profit Corporation Act.

Notwithstanding the foregoing or any other provision of these Articles of Incorporation, the Corporation shall not at any time engage in a regular business of a kind ordinarily carried on for profit, nor shall any part of the net earnings of the Corporation inure to the benefit of, or be distributable to its members, trustees, officers, director 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 Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any 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 federal 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.

FOURTH: In the event of the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the Corporation, distribute all of the assets remaining 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 or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

FIFTH: The address of the initial registered office of the Corporation in the State of Florida is 1000 Riverside Avenue, Suite 115, Jacksonville, County of Duval, Florida 32204; and the name of the initial registered agent of the Corporation at such address is Christopher L. Nuland.

SIXTH: The manner in which the directors of the Corporation shall be elected shall be contained in the Bylaws of the Corporation.

The names and addresses of the initial members of the Board of Directors are:

W. Virgil Brown, M.D. Emory University Medical Center
1670 Clairmont Road
Atlanta, GA 30033

John Guyton, M.D. Duke University Medical Center
Department of Medicine, Box 3510
Room 281, Trent Drive
Durham, NC 27710

Peter Jones, M.D. Baylor College of Medicine
Department of Medicine
6565 Fannin, A601
Houston, TX 77030

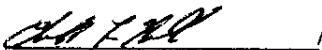
B. Greg Brown, M.D. University of Washington School of Medicine
Division of Cardiology, Box 356422
1959 NE Pacific Street
Seattle, WA 98195-6422

SEVENTH: The name and address of the incorporator are as follows:

Christopher L. Nuland
1000 Riverside Avenue, Suite 115
Jacksonville, FL 32204

EIGHTH: The Corporation shall, to the fullest extent permitted by the provisions of the Florida Not for Profit Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have the power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, agreement, vote of disinterested directors, or otherwise, both as to such person's action in such person's official capacity while holding such office, and shall continue as to a person who has ceased to be an officer or director, and shall inure to the benefit of the heirs, executors, and administrators of such a person.

Signed on April 20, 2005.



Christopher L. Nuland, Incorporator

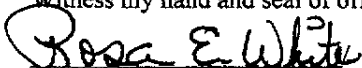
STATE OF FLORIDA)

) SS.:

COUNTY OF DUVAL)

Amended on this 20th day of April, before me, a Notary Public in and for the State and County aforesaid, personally appeared Christopher L. Nuland, who is to me known to be the person named as the incorporator in the foregoing Articles of Incorporation of the American Board of the Clinical Lipidology, Inc., and who duly acknowledged to me that he signed said Articles of Incorporation as the incorporator of said Corporation.

Witness my hand and seal of office on the day and year aforesaid.


Notary Public

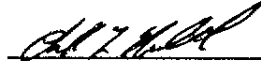
(SEAL)



Rosa E. White
Commission # DD 025276
Expires June 26, 2005
Bonded Through
Atlantic Bonding Co., Inc.

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Pursuant to the provisions of the Florida Not for Profit Corporation Act, the undersigned hereby accepts its appointment as the registered agent on which process may be served within the State of Florida for the proposed domestic corporation named in the foregoing Articles of Incorporation.



Christopher L. Nuland