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[Handwritten Signature]
8/27/04

Hayes & Associates, P.A.

Attorneys and Counselors at Law

2320 The Woods Drive, West
Jacksonville, Florida 32246

E-mail address: hayeslaw@comcast.net

Dennis E. Hayes
Admitted to Florida and Georgia Bars

Telephone: (904) 220-3565
Facsimile: (904) 220-7080

August 20, 2004

The Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: The Ries Foundation, Inc.

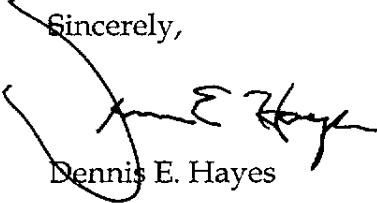
Dear Sir:

Enclosed you will find an original and one copy of the Articles of Incorporation and Certificate of Acceptance of Designation as Registered Agent, together with our check for \$78.75 to cover your charges as follows:

Filing Fee	\$	35.00
Fee for Certified Copy of Articles of Incorporation	\$	8.75
Fee for Filing Certificate of Registered Agent	\$	35.00
TOTAL	\$	78.75

Please file the original Articles and Certificate of Registered Agent, certify the copy and return the certified copy to me. Should you need anything further in connection with this matter, please advise.

Sincerely,


Dennis E. Hayes

DEH:nb
Enclosures

cc: Ms. Deborah Kirkland

**ARTICLES OF INCORPORATION
OF
THE RIES FOUNDATION, INC.**

A FLORIDA CORPORATION NOT FOR PROFIT

FILED
2009 AUG 26 P 3:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BY THESE ARTICLES OF INCORPORATION, the undersigned incorporator comes forward for the purpose of forming a corporation not for profit under the laws of the State of Florida, and does hereby make, subscribe, acknowledge and file the following Articles of Incorporation.

ARTICLE I

NAME

The name of this corporation is The Ries Foundation, Inc.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The corporation's initial principal office and mailing address are located at 2120 Jammes Road, Jacksonville, Florida 32210.

ARTICLE III

PURPOSES

The corporation is not formed for pecuniary profit or financial gain. The corporation shall be a Non-Profit Corporation under the Florida Not-for-Profit Corporation Act, Chapter 617 Florida Statutes, and is irrevocably dedicated to and operated exclusively for non-profit purposes. The purposes for which the corporation is organized are and shall

be to aid families that have children afflicted by the disease Hurler Syndrome (a condition induced by a metabolic defect causing the body to be unable to produce an enzyme by which sugar is stored in the body resulting in pre-mature death absent treatment), to assist such families financially and to educate others about Hurler Syndrome, without profit and for the sole and exclusive benefit of its members, all in a manner consistent with the requirements of Section 501(c)(3) of the Internal Revenue Code of 1986 (or any successor thereto).

The corporation is organized exclusively for charitable, educational and scientific purposes. The corporation may receive and administer funds for educational and charitable purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986. This corporation shall have all of the powers conferred upon a corporation by the laws of the State of Florida, except as herein prohibited or as forbidden by the Bylaws of the corporation, including, but not limited to, the power to acquire, take, receive, purchase, own, hold, use, manage, lease, mortgage, pledge, encumber, sell, convey or otherwise dispose of any property, real, personal and mixed, tangible and intangible; to issue bonds, notes, evidences of indebtedness, receipts and obligations; to receive donations and contributions; to make donations to organizations created for similar or like purposes; and to have and exercise all other corporate rights and powers and to do all lawful acts necessary or desirable to carry out its purposes, consistent with the laws of the State of Florida and Section 501(c)(3) of the Internal Revenue Code (as it now exists or from time to time may be amended) and not inconsistent with these Articles of Incorporation or the Bylaws.

In addition, the corporation hereby incorporates by reference any and all corporate powers given to corporations not for profit by virtue of Section 617.0302 of the

Florida Statutes. Further, the corporation's activities are limited by any and all other restrictions which are required to obtain and maintain tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986 (or any successor thereto).

Notwithstanding any other provisions of these Articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or any successor thereto).

In addition, this corporation is organized for the purposes of devoting and applying the property of the corporation and the income derived therefrom exclusively for the foregoing purposes and the promotion thereof in general, as distinguished from the performance of services for individual persons. This corporation is not organized for profit and no part of its net earnings, if any, shall inure to the benefit of any private shareholder, individual or member.

Though no part of the net earnings of the Corporation shall inure to the benefit of or be distributable to, its members, directors, officers or other private persons, the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of the corporation set forth herein.

This corporation shall neither have nor issue capital stock, and nor shall it pay any dividends.

ARTICLE IV

TERM OF EXISTENCE

The term for which this corporation shall exist shall be perpetual, commencing on September 1, 2004.

ARTICLE V

REGISTERED OFFICE AND AGENT

The initial registered office of this corporation in the State of Florida is 2320 The Woods Drive West, Jacksonville, Florida 32246, and the name of the initial registered agent of this corporation at that address is Dennis E. Hayes, Esquire. The Board of Trustees may, from time to time, change the registered agent or move the registered office to any other address in Florida.

ARTICLE VI

MEMBERS

The members of this corporation shall be nominated by the Board of Directors and shall be elected to membership by the affirmative vote of at least a majority of the members of the Corporation. Membership in this corporation shall be terminated by a vote of at least a majority of the members of the Corporation. The initial members of this corporation are listed on Exhibit "A" which is attached to, and made a part of, these Articles of Incorporation.

ARTICLE VII

OFFICERS

The affairs of this corporation shall be managed by officers consisting of a President, a Secretary and a Treasurer. The Board of Directors shall have the power to create the offices of one or more Vice-Presidents or Assistant Vice-Presidents, one or more Assistant Secretaries, and one or more Assistant Treasurers. Each of the officers shall be elected by the members of the Corporation annually and in the manner provided in the Bylaws; and each officer shall hold his respective office for one (1) year or until his successor is duly elected and qualified, and shall have such powers and duties as may be

prescribed in the Bylaws or determined by the Board of Directors. Any person may hold two (2) or more offices, except that the President shall not serve as either Secretary or Assistant Secretary of this corporation. The names and addresses of the initial officers who shall serve until the election and qualification of their respective successors are as follows:

<u>Name</u>	<u>Office</u>	<u>Address</u>
Deborah Kirkland	President	2120 Jammes Road Jacksonville, Florida 32210
Darlene Gaden	Secretary	3203 Amy's Court Green Cove Springs, FL 32043
Tullis C. Kirkland	Treasurer	2120 Jammes Road Jacksonville, Florida 32210

ARTICLE VIII

INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be increased or decreased, from time to time, by amendment to the Bylaws, but in no event shall the number of directors be reduced below one (1). Successor directors of this corporation shall be elected by the members of the Corporation at their regular annual meeting in the manner and for the term provided in the Bylaws. Vacancies on the Board of Directors may be filled by the remaining directors until the next annual meeting of the members. The names and addresses of the initial directors of this corporation are as follows:

<u>Name</u>	<u>Address</u>
Deborah Kirkland	2120 Jammes Road Jacksonville, Florida 32210

John O'Brien

751 Jackson Road
Jacksonville, Florida 32225

Fred Franke

5811 Jim Tom Drive
Jacksonville, Florida 32277

ARTICLE IX

INCORPORATOR

The name and place of residence of the incorporator of this corporation is as follows:

<u>Name</u>	<u>Address</u>
Deborah Kirkland	2120 Jammes Road Jacksonville, Florida 32210

ARTICLE X

BYLAWS

The Bylaws of this corporation shall be made, adopted, altered or rescinded by the Board of Directors at a regular meeting or at any special meeting called for the purpose of making, adopting, altering or rescinding Bylaws. In order to become and take effect as the Bylaws of this corporation, such Bylaws must be approved and adopted by the affirmative vote of at least a majority of the members of the Board of Directors present and voting at such meeting.

ARTICLE XI

AMENDMENTS TO ARTICLES OF INCORPORATION

Amendments to these Articles of Incorporation may be proposed by the Board of Directors or by a member, and shall be approved and adopted by the Board of Directors. In order to become and take effect as amendments to these Articles of Incorporation, such amendments must be approved and adopted by the affirmative vote of a majority of the members of the Board of Directors present and voting at a regular

meeting or a special meeting called for said purpose upon notice given as provided for in the Bylaws or in any manner consistent with the laws of the State of Florida.

ARTICLE XII

ACT OF MEMBERS

No act of the members shall be valid unless taken at a meeting of members held after the giving of proper notice as prescribed in the Bylaws.

All officers and Directors shall be indemnified by the corporation for and against all expenses and liabilities, including counsel fees and counsel fees in appellate proceedings, reasonably incurred in connection with any proceeding or settlement thereof in which they become involved by reason of holding such office. In no event, however, shall any officer or Director be indemnified for his own willful misconduct, with respect to any criminal proceedings or for any knowing violation of provisions of law. The corporation may purchase and maintain insurance on behalf of all officers and Directors for any expenses and liabilities against or incurred by them in their capacity as officers or Directors or arising out of their status as such.

ARTICLE XIII

DISPOSITION OF ASSETS UPON DISSOLUTION

Upon the dissolution of this Corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the obligations and liabilities of the corporation, dispose of all the assets of the corporation by distributing the same exclusively as provided for under the provisions of Chapter 617 of the Florida Statutes and as provided for under Section 501 of the Internal Revenue Code of 1986, as amended. Notwithstanding any other provision hereof, no power shall be exercised by the Board of Directors in any manner which may jeopardize the status of the corporation as an exempt

organization under Section 501(c)(3) of the Internal Revenue Code of 1986 (or any successor thereto).

Further, in the event that this corporation is dissolved and ceases to exist for its stated purposes, the net assets of the corporation (after payment of its obligations and liabilities) shall be distributed and paid over absolutely to such entity or entities as the Board of Directors may designate, provided that such entity or entities perform substantially the same function as this corporation and meet the requirements of Section 501(c)(3) of the Internal Revenue Code, as it now exists or from time to time may be amended.

ARTICLE XIV

INDEMNIFICATION

The corporation shall indemnify any and all persons who may serve or who have served at any time as directors or officers, or who at the request of the Board of Directors of the corporation may serve or at any time have served as directors or officers of another corporation in which the corporation at such time owned or may own shares of stock or of which it was or may be a creditor, and their respective heirs, administrators, successors, and assigns, against any and all expenses, including amounts paid upon judgments, counsel fees, and amounts paid in settlement (before or after suit is commenced), actually and necessarily incurred by such persons in connection with the defense or settlement of any claim, action, suit, or proceeding in which they, or any of them, are made parties, or a party, or which may be asserted against them or any of them, by reason of being or having been directors or officers or a director or officer of the corporation, or of such other corporation, except in relation to matters as to which any such director or officer or former director or officer or person shall be adjudged in any action, suit, or proceeding to be liable for his own negligence or misconduct in the performance

of his duty. Such indemnification shall be in addition to any other rights to which those indemnified may be entitled under any law, by-law, agreement, vote of stockholders, or otherwise, and the corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator, being (a) natural person competent to contract, has hereunto set her hand and affixed her seal as of the 1st day of September, 2004.


(SEAL)
Deborah Kirkland, Incorporator


**STATE OF FLORIDA
COUNTY OF DUVAL**

BEFORE ME, personally appeared **Deborah Kirkland** (✓) to me well known and known to me to be the individual described in or () who presented her drivers license or other identification _____ and who acknowledged to and before me that she executed the foregoing instrument for the purpose therein expressed.

Witness my hand and official seal this 17 day of August, 2004.



CELIA GIDCUMB
MY COMMISSION # DD 223552
EXPIRES: August 16, 2007
Bonded Thru Budget Notary Services


Notary Public, State of Florida at Large.
My Commission expires: 8-16-07
Celia Gidcumb
Type or Print name of notary

DD 223552
Commission No.

EXHIBIT "A"

LIST OF MEMBERS

Deborah Kirkland
Tullis C. Kirkland
John O'Brien
Fred Franke
Darlene Gaden

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED AND
ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT
FOR A FLORIDA CORPORATION NOT FOR PROFIT**

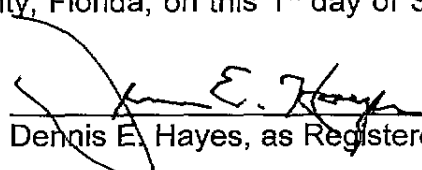
Pursuant to Sections 48.091 and 617.0501, Florida Statutes, The Ries Foundation, Inc., a corporation not for profit to organized under the laws of the State of Florida with its registered office, as indicated in its articles of incorporation, being located at 2120 Jammes Road, Jacksonville, Florida 32210, has designated Dennis E. Hayes, Esquire as its initial registered agent to accept service of process within this state, and has designated as its initial registered office the following address:

2320 The Woods Drive West
Jacksonville, Florida 32246.

Pursuant to Sections 48.091 and 617.0501, Florida Statutes, the undersigned, having been designated as the initial Registered Agent for the service of process within the State of Florida upon The Ries Foundation, Inc., a corporation not for profit organized under the laws of the State of Florida, does hereby accept the appointment as such Registered Agent for the above-named corporation, and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the Registered Office of said corporation, which Registered Office is located at

2320 The Woods Drive West
Jacksonville, Florida 32246.

IN WITNESS WHEREOF, I, the said Registered Agent, have hereunto set my hand and seal at Jacksonville, Duval County, Florida, on this 1st day of September, 2004.


Dennis E. Hayes, as Registered Agent

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2004 AUG 26 P 1 02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA