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FLORIDA PROFIT/NON PROFIT CORPORATION
Alzheimer's Germ Quest, Inc.

Certificate of Status	0
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**ARTICLES OF INCORPORATION
OF
ALZHEIMER'S GERM QUEST, INC.**

The undersigned incorporator in accordance with §607.604 of the Florida Statutes elects to form a Benefit Corporation under Part III of the Florida Business Corporation Act.

**ARTICLE I
NAME**

The name of the corporation is **Alzheimer's Germ Quest, Inc.**

**ARTICLE II
ELECTION OF BENEFIT CORPORATION STATUS**

Alzheimer's Germ Quest, Inc. ("Corporation"), hereby elects to be treated as a Benefit Corporation under Part III of Chapter 607 of the Florida Statutes.

**ARTICLE III
Principal Office and Mailing Address**

The principal office and mailing address of the corporation are:

4301 Gulfshore Blvd. N.
Suite 1404
Naples FL 34103

**ARTICLE IV
CAPITAL STOCK**

The Corporation is authorized to issue a single class of voting common stock consisting of up to Ten Thousand (10,000) shares of no par value common stock.

The remaining provisions associated with the shares shall be as set forth in the Bylaws.

**ARTICLE V
CORPORATE PURPOSES**

A. The Corporation is authorized to transact all lawful business as permitted under Florida law. In carrying out its activities the Corporation shall at all times while it is a Benefit Corporation have a stated General Public Benefit Purpose and one or more stated Specific Public Benefits.

B. General Public Benefit Purpose. The General Public Benefit Purpose of the Corporation is to advance medical research into extrinsic agents which may be causal for Alzheimer's disease, such as bacteria, viruses, fungi, parasites, prions, or a previously unrecognized type of organism.

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C. Specific Public Benefit Purposes. The Specific Benefit Purposes of the Corporation are to serve as a catalyst and accelerator for medical research by others, by offering a challenge award and other services, to incentivize and promote the search for extrinsic agents possibly causal for Alzheimer's disease, such as bacteria, viruses, fungi, parasites, prions, or a previously unrecognized type of organism.

ARTICLE VI **DIRECTORS**

The corporation shall have no fewer than one (1) and no more than Nine (9) Directors who shall be elected annually in accordance with the Bylaws. In addition to the Standards of Conduct applicable to Directors under §607.0830, the Directors of the Corporation (including Benefits Directors) shall be subject to the provisions of §607.607.

ARTICLE VII **BENEFIT DIRECTORS**

The Corporation shall at least one and no more than three (3) Benefit Directors who shall be separately nominated and elected as provided in the Bylaws. The Benefit Directors shall be voting members of the Board of Directors .

The Benefit Directors as provided in Part III of Chapter 607 and the Bylaws shall prepare and the Corporation shall include in an annual report to shareholders an annual benefit report as required by §607.612. The Benefit Directors shall provide an opinion in the report to shareholders as required by §607.608.

ARTICLE VIII **REGISTERED OFFICE AND AGENT**

The address of the initial registered office of the corporation is,

4301 Gulfshore Blvd. N.
Suite 1404
Naples, FL 34103

The Registered Agent at that address is

Leslie C. Norins, MD, PhD

ARTICLE IX **INCORPORATOR**

The name and address of the sole incorporator is

Leslie C. Norins, MD, PhD
4301 Gulfshore Blvd. N.
Suite 1404
Naples, FL 34103

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ARTICLE X
AMENDMENT

These Articles of Incorporation may not be revised, amended or repealed except with the consent of no less than Two-Thirds (2/3rds) of the voting Shareholders of the Corporation.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation at Naples, Florida on the 5 day of October, 2017.

I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155,



Leslie C. Norins, MD, PhD, Incorporator

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CERTIFICATE OF ACCEPTANCE OF
DESIGNATED REGISTERED AGENT AND REGISTERED OFFICE

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity all on the 5 day of October 2017.



Leslie C. Norins, MD, PhD, Registered Agent

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