

State of California  
Secretary of State



I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

That the attached transcript of 2 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

NOV 04 2009

DEBRA BOWEN  
Secretary of State

OCT 02 2009

**Articles of Incorporation  
of  
CHILDREN'S HEALTH ADVOCACY, RESEARCH, MEDICAL  
EDUCATION AND DEVELOPMENT, INCORPORATED.**

**A California Public Benefit Corporation**

**ONE:** The name of this corporation is Children's Health Advocacy, Research, Medical Education and Development, Incorporated.

**TWO:** This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for charitable purposes. The specific purposes for which this corporation is organized are: to provide free-to-low-cost healthcare advocacy for children and their families, as well as adults; with the cooperation and assistance of qualified staff and/or attorneys, or attorneys who are volunteers associated with Children's Health Care Advocacy, Research, Medical Education and Development, Incorporated (C.H.A.R.M.E.D., INC.), or through pro-bono programs made available through attorneys assisting C.H.A.R.M.E.D., INC., the filing and/or processing of State Disability Claims and Appeals, Short/Long Term Disability Claims and Appeals, Social Security Claims and Appeals, Health Insurance Claims and Appeals, MediCal and Medicare Claims and Appeals, preparation of Durable Powers of Attorney for Health Care, preparation of Asset Management Durable Powers of Attorney for Estate and Planning Purposes, and Estate Planning. Likewise, through a variety of ways and methods consistent with the State of California's guidelines, generating valuable financial resources through -- but not solely limited to -- an "online consignment/resale shoppe" -- whose proceeds will then be paid to/distributed to children's hospitals and research centers throughout California, and the United States pursuant to the Founder's (Incorporator's) wishes and life-long goals. It is the Founder's position that C.H.A.R.M.E.D., INC. will be dedicated to underwriting life-saving medical procedures and research being pursued throughout the State of California and in the United States, by such organizations as but not solely limited to, St. Jude Children's Research Hospital(s), Children's Miracle Network, and Shriner's Hospitals in the battle for a cure of AIDS and cancer in children.

**THREE:** The name and address in the State of California of this corporation's initial agent for service of process is HG Antonio Di Giovanni, 2080 Camel Lane, #9, Walnut Creek, California, 94596.

**FOUR:** (a) This corporation is organized and operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

(b) Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

(c) No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of, or in opposition to, any candidate for public office.

**FIVE:** The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of the organization shall ever inure to the benefit of any director, officer, or member thereof or to the benefit of any private person.

On the dissolution or winding up of the corporation, its assets remaining after payment of, or provision for payment of, all debts and liabilities of this corporation, shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code.

  
HG ANTONIO DI GIOVANNI, Incorporator

SEP 30 2009

