

State of North Carolina  
 Department of the Secretary of State

ARTICLES OF INCORPORATION  
 NONPROFIT CORPORATION

Pursuant to §55A-2-02 of the General Statutes of North Carolina, the undersigned corporation does hereby submit these Articles of Incorporation for the purpose of forming a nonprofit corporation.

1. The name of the corporation is: Blue Ridge Institute for Medical Research
2.  (Check only if applicable.) The corporation is a charitable or religious corporation as defined in NCGS §55A-1-40(4).
3. The street address and county of the initial registered office of the corporation is:  
 Number and Street 120 Penmarc Drive, Suite 118  
 City, State, Zip Code Raleigh, NC 27603 County Wake
4. The mailing address *if different from the street address* of the initial registered office is:  
 \_\_\_\_\_
5. The name of the initial registered agent is:  
National Registered Agents, Inc.
6. The name and address of each incorporator is as follows: \_\_\_\_\_  
Legalzoom.com, Inc.  
7083 Hollywood Blvd. Ste. 180, Los Angeles, CA 90028
7. (Check either a or b below.)  
 a.  The corporation will have members.  
 b.  The corporation will not have members.
8. Attached are provisions regarding the distribution of the corporation's assets upon its dissolution.
9. Any other provisions which the corporation elects to include are attached.
10. The street address and county of the principal office of the corporation is:  
 Number and Street 3754 Brevard Road, Suite 116A, Box 19  
 City, State, Zip Code Horse Shoe, NC 28742 County Henderson
11. The mailing address *if different from the street address* of the principal office is:  
 \_\_\_\_\_

12. These articles will be effective upon filing, unless a later time and/or date is specified: \_\_\_\_\_

This is the 21 day of March, 2006.

\_\_\_\_\_

\_\_\_\_\_

*Signature of Incorporator*

**Daniela Balan, Assistant Secretary, Legalzoom.com, Inc.**

\_\_\_\_\_

*Type or print Incorporator's name and title, if any*

NOTES:

1. Filing fee is \$60. This document must be filed with the Secretary of State.

**Attachment to**  
**Articles of Incorporation of**

**Blue Ridge Institute for Medical Research**

This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, 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. This Corporation shall be a nonprofit corporation. The specific purposes for which this corporation is organized are: To explore the interfaces of fundamental biological science, clinical science, and clinical care.

Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation 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

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this corporation 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 these articles.

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

All references to sections of the Internal Revenue Code shall include such sections as of the date hereof and the corresponding section of any future federal tax code.