

CORPORATE CHARTER APPROVAL SHEET

****EXPEDITED SERVICE****

**** KEEP WITH DOCUMENT ****

DOCUMENT CODE 02

BUSINESS CODE 04



1000361992870885

Close _____ Stock _____ Nonstock X

P.A. _____ Religious _____

Merging (Transferor) _____

ID # D11236064 ACK # 1000361992870885
LIBER: B00946 FOLIO: 0750 PAGES: 0005
NICK'S BATTLE FOUNDATION, INC.

Surviving (Transferee) _____

04/14/2006 AT 03:13 P WO # 0001214588

New Name _____

FEES REMITTED

Base Fee: 100

Org. & Cap. Fee: 70

Expedite Fee: 50

Penalty: _____

State Recordation Tax: _____

State Transfer Tax: _____

_____ Certified Copies

Copy Fee: _____

_____ Certificates

Certificate of Status Fee: _____

Personal Property Filings: _____

Mail Processing Fee: _____

Other: _____

TOTAL FEES: 170

Change of Name

Change of Principal Office

Change of Resident Agent

Change of Resident Agent Address

Resignation of Resident Agent

Designation of Resident Agent

and Resident Agent's Address

Change of Business Code

Adoption of Assumed Name

Other Change(s)

Credit Card _____

Check X

Cash _____

Code _____

_____ Documents on 0 Checks

Attention: _____

Approved By: C

Mail: Name and Address

Keyed By: _____

KIA N JOHNSON
UNIVERSITY OF BALTIMORE COMM DEV CLINIC
40 W CHASE ST
BALTIMORE MD 21201-5405

COMMENT(S):

Stamp Work Order and Customer Number HERE

CUST ID: 0001771550
WORK ORDER: 0001214588
DATE: 04-18-2006 03:13 PM
AMT. PAID: \$170.00

**ARTICLES OF INCORPORATION
OF
NICK'S BATTLE FOUNDATION, INC.
(A Corporation without Authorized Stock)**

FIRST: We, the undersigned, John Heuchan and Thomasina Heuchan, whose address is 1528 Vesper Avenue, Dundalk, Maryland 21222, being at least eighteen (18) years of age, do hereby form a Corporation under the laws of Maryland.

SECOND: The name of the Corporation (which is hereinafter called the "Corporation") is NICK'S BATTLE FOUNDATION, INC.

THIRD: The Corporation is organized exclusively for educational, scientific, charitable and non-profit purposes under Section 501(c)(3) of the Internal Revenue Code or any corresponding provisions of any future United States Internal Revenue Law or Regulation thereunder, hereinafter collectively referred to as the Internal Revenue Code(s) and are as follows:

- A. To raise public awareness about Spielmeier-Vogt-Sjogren-Batten Disease (also known as "Batten Disease") through educational and charitable initiatives;
- B. To provide financial support to families affected by Batten Disease and to fund research efforts dedicated to the Juvenile form of Batten Disease; and
- C. To undertake other projects, programs and activities that are not inconsistent with applicable state law and Section 501(c)(3) of the Internal Revenue Code, including the making of distributions to organizations that qualify under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

FOURTH: The street address of the principal office of the Corporation in Maryland is 1528 Vesper Avenue, Dundalk, Maryland 21222. The name of the Resident Agent of the Corporation is John Heuchan whose address is 1528 Vesper Avenue, Dundalk, Maryland 21222. Said Resident Agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have no stock and has no authority to issue capital stock.

SIXTH: The duration and existence of the Corporation shall be perpetual.

SEVENTH: The Corporation shall have no members.

EIGHTH: The number of directors of the Corporation shall be a maximum of eleven (11) and a minimum no less than five (5) which may be increased or decreased pursuant to the Bylaws of the Corporation. The names of the directors who shall act until the first meeting or until their successors are duly chosen and qualified are:

NAME	ADDRESS
John Heuchan	1528 Vesper Ave. Baltimore, Maryland 21222
Thomasina Heuchan	1528 Vesper Ave. Baltimore, Maryland 21222
Roy Seidel Sr.	3467 Liberty Pkwy. Dundalk, Maryland 21222
Chris Seidel	3467 Liberty Pkwy. Dundalk, Maryland 21222
Darlyn Eyring	7563 Baltimore-Annapolis Blvd. Glen Burnie, Maryland 21060
Romie Duane Eyring	7563 Baltimore-Annapolis Blvd. Glen Burnie, Maryland 21060
Peter Andrews	717 Morningside Dr. Towson, Maryland 21204
Pam Andrews	717 Morningside Dr. Towson, Maryland 21204
Kimberly A. Cunningham	1314 Paul Dr. Severn, Maryland 21144
Carroll Gamber	284 Youngs Ln. Gerrardstown, West Virginia 25420
Lisa Gamber	284 Youngs Ln. Gerrardstown, West Virginia 25420

NINTH: In order to carry out the purposes, the Corporation shall have the following powers within the stated limitations:

- (A) To solicit and accept, acquire by gift, donation, devise, grant, purchase, loan or otherwise, any property without limitation;
- (B) To make contributions, loans or grants which are consistent with the purposes of the Corporation;
- (C) To make agreements and contracts and incur liabilities;
- (D) To do all things necessary or desirable to carry on and accomplish the purposes for which the Corporation is organized as the Directors of the Corporation may from time to time deem appropriate and which are not inconsistent with powers conferred upon a non-stock corporation by the General Laws of the State of Maryland and the requirements of the Internal Revenue Code;
- (E) The Corporation is not organized for pecuniary profit. The Corporation shall have no power to declare dividends.

TENTH: (a) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that 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 herein set forth.

(b) 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 or in opposition to any candidate for public office. Notwithstanding any other provisions of these articles, the Corporation shall not carry on any other activities not permitted to be carried on:

- i. By a Corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any further federal tax code; or
- ii. By a Corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any further federal tax code.

(c) Upon the dissolution of the Corporation, assets shall be distributed to one or more organizations organized and operated exclusively for exempt purposes within the meaning of Section

501(c) (3) of the Internal Revenue Code, or the 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 so disposed of shall be disposed of by the Court in the jurisdiction 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.

ELEVENTH: The Corporation shall adopt Bylaws for the further government of the Corporation.

TWELTH: The Corporation may indemnify any and all of its current and future directors, officers, employees and agents as provided by the Bylaws of the Corporation.

IN WITNESS WHEREOF, I have signed these articles and acknowledge the same to be my act.

SIGNATURE(S) OF INCORPORATOR(S) :

John E. Neuchan Thomasina S. Neuchan

I hereby consent to my designation in this document as resident agent for this Corporation.

SIGNATURE OF RESIDENT AGENT LISTED IN FOURTH:

John E. Neuchan

Filing party's return address:

40 W. Chase Street
Baltimore, Maryland 21201

CUST ID:0001771550
WORK ORDER:0001214588
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