

ARTICLES OF INCORPORATION

OF

AMERICAN SOCIETY OF NEPHROLOGY, INC.

TO: The Recorder of Deeds, D. C.  
Washington, D. C.

We, the undersigned natural persons of the age of twenty-one years or more, acting as incorporators of a corporation adopt the following Articles of Incorporation for such corporation pursuant to the District of Columbia Non-profit Corporation Act:

FIRST: The name of the corporation is American Society of Nephrology, Inc.

SECOND: The period of duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are:

(1) To advance the knowledge of nephrology.

(2) To foster the dissemination of this knowledge through national scientific meetings, cooperation with other national societies of nephrology and by other means.

Provided, however, that neither this grant, nor any other provisions of the Articles, shall be construed to allow this Corporation to engage in any activities which are not in themselves in

furtherance of activities of an association or corporation qualifying as, nor to engage in activities which would constitute activities prohibited to, a corporation having any exemption under the provisions of the Internal Revenue Laws of the United States. This Corporation shall not engage in substantial activities aimed at influencing legislation.

FOURTH: The Corporation shall have individual and society members.

FIFTH: The Corporation is to be divided into two (2) classes of members. The designation of each class of members, the qualifications and rights of the members of each class and conferring, limiting, or denying the right to vote are as follows:

(1) Each individual member shall each have the right to one (1) vote.

(2) Society members shall not have the right to vote.

SIXTH: The Directors shall be elected by the individual members in such a <sup>manner</sup> ~~manner~~ as shall be provided in the By-Laws.

SEVENTH: Should this Corporation ever be dissolved, by operation of law, or otherwise, all its assets shall be delivered to the National Kidney Foundation, or to the American Heart Association, or to both, in such proportion as the members shall

provide, but if neither the National Kidney Foundation nor the American Heart Association, nor a successor of either shall be in existence, then all its assets shall be delivered to a non-profit organization or organizations having an exempt status under the Internal Revenue Laws of the United States, and similar aims and purposes to this Corporation, who are not members of this Corporation.

EIGHTH: The address, including street and number, of its initial registered office is 3800 Reservoir Road, N. W., Washington, D. C., 20007, and the name of its initial Registered Agent at such address is Dr. George E. Schreiner.

NINTH: The number of Directors constituting the initial Board of Directors is eight (8) and the names and addresses, including street and number, of the persons who are to serve as the initial Directors until the first annual meeting or until their successors be elected and qualified are:

<u>NAMES</u>	<u>ADDRESSES</u>
Robert W. Berliner, M.D.	7207 Delafield Street Chevy Chase, Maryland
Neal S. Bricker, M.D.	Department of Medicine, Wash- ington Univ. School of Medicine, St. Louis, Mo., 63110
John P. Merrill, M.D.	Peter Bent Brigham Hospital Boston, Mass., 02115

George E. Schreiner, M.D.

Dept. of Medicine, Georgetown Univ. Hosp., 3800 Reservoir Rd., N.W., Wash., D. C., 20007

Robert Alan Good, M.D.

Univ. of Minn. School of Medicine, Minneapolis, Minn., 55455

Robert F. Pitts, M.D.

Dept. of Physiology, Cornell Univ. Medical College, New York, New York, 10021

Sonald W. Seldin, M.D.

Dept. of Medicine, Southwestern Medical School, Univ. of Texas, Dallas, Texas, 75235

Louis G. Welt, M.D.

Dept. of Medicine, Univ. of N. Carolina School of Medicine, Chapel Hill, N.C., 27515

TENTH: The names and addresses, including street and number, of each incorporator is:

<u>NAMES</u>	<u>ADDRESSES</u>
Mr. Jo V. Morgan, Jr.	5120 Westpath Way Washington, D. C., 20016
Mr. Charles J. Steele	3341 Rittenhouse Street, N.W., Washington, D. C.
Mrs. Barbara E. Pollos	902 Kersey Road Silver Spring, Md., 20902

*Jo V. Morgan, Jr.*  
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 Jo V. Morgan, Jr.

*Charles J. Steele*  
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 Charles J. Steele

*Barbara E. Pollos*  
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 Barbara E. Pollos

Incorporators