SECRETARY OF STATE

I, Kevin Shelley, Secretary of State of the State of California, hereby certify:

That the attached transcript of 5 page(s) was prepared by and in this office from the record on file, 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

AUG 14 2004

Kevin Shelley
Secretary of State
ARTICLES OF INCORPORATION
OF
KLINEFELTER SYNDROME & ASSOCIATES

I. NAME

The name of the corporation is Klinefelter Syndrome & Associates.

II. PURPOSES

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 charitable purposes of the corporation are to provide information and assistance to those individuals and groups interested in Klinefelter Syndrome.

III. INITIAL AGENT FOR SERVICE OF PROCESS

The name of the initial agent of the corporation for service of process is Melissa Aylstock whose complete address is 224 Johngalt Court, Roseville, California, 95678.

IV. TAX EXEMPT STATUS

(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 (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (b) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

(C) This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

V. DEDICATION AND DISSOLUTION

The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person.
Upon the dissolution or winding up of the corporation, its assets remaining after payment, 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.

IN WITNESS WHEREOF, the undersigned, being the Incorporators have executed these Articles of Incorporation on July 16, 1991.

INCORPORATORS

[Signatures]

HELLESA AYLSTOCK, Incorporator

[Signature]

ROGER AYLSTOCK, Incorporator

[Signature]

COLLEEN M. NICHOLS, Incorporator
DECLARATION OF INCORPORATORS

We are the persons whose names are subscribed below. We collectively are all of the incorporators of Klinefelter Syndrome & Associates, and we have executed these Articles of Incorporation. The foregoing Articles of Incorporation are our act and deed, joint and severally.

Executed on July 15, 1991, at Roseville, California

We, and each of us, declare that the foregoing is true and correct.

MELISSA AYLSTOCK, Incorporator

ROGER AYLSTOCK, Incorporator

COLLEEN M. NICHOLS, Incorporator
STATE OF CALIFORNIA
FRANCHISE TAX BOARD
P.O. BOX 1953
RANCHO CORDOVA, CA. 95741-1953

December 31, 1991

In reply refer to
2401:6 :PTS

KLINKEFELTER SYNDROME & ASSOCIATES
P.O. BOX 119
ROSEVILLE CA 95661

Purpose: CHARITABLE AND EDUCATIONAL
Code Section: 23701d
Form of Organization: Corporation
Accounting Period Ending: December 31
Organization Number:

You are exempt from state franchise or income tax under the section of
the Revenue and Taxation Code indicated above.

This decision is based on information you submitted and assumes that
your present operations continue unchanged or conform to those proposed
in your application. Any change in operation, character, or purpose of
the organization must be reported immediately to this office so that we
can determine the effect on your exempt status. Any change of name or
address also must be reported.

In the event of a change in relevant statutory, administrative, judicial
case law, a change in federal interpretation of federal law in cases
where our opinion is based upon such an interpretation, or a change in
the material facts or circumstances relating to your application upon
which this opinion is based, this opinion may no longer be applicable.
It is your responsibility to be aware of these changes should they occur.
This paragraph constitutes written advice, other than a chief counsel
ruling, within the meaning of Revenue and Taxation Code Section
21012 (a)(2).

You may be required to file Form 199 (Exempt Organization Annual
Information Return) on or before the 15th day of the 5th month (4 1/2
months) after the close of your accounting period. See annual
instructions with forms for requirements.

You are not required to file state franchise or income tax returns
unless you have income subject to the unrelated business income tax
under Section 23731 of the Code. In this event, you are required to
file Form 109 (Exempt Organization Business Income Tax Return) by the
15th day of the 5th month (4 1/2 months) after the close of your
annual accounting period.
December 31, 1991
KLINPELTER SYNDROME & ASSOCIATES
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If the organization is incorporating, this approval will expire unless incorporation is completed with the Secretary of State within 60 days.

Exemption from federal income or other taxes and other state taxes requires separate applications.

A copy of this letter has been sent to the Office of the Secretary of State and to the Registry of Charitable Trusts.

P SHEK
EXEMPT ORGANIZATION UNIT
CORPORATION ABIT SECTION
Telephone (916) 369-4171

CC: MELISSA AYLSTOCK

COPY