

GOVERNMENT OF THE DISTRICT OF COLUMBIA
DEPARTMENT OF CONSUMER AND REGULATORY AFFAIRS



CERTIFICATE

THIS IS TO CERTIFY that all applicable provisions of the District of Columbia NonProfit Corporation Act have been complied with and accordingly, this **CERTIFICATE OF INCORPORATION** is hereby issued to:

ONE HEALTH COMMISSION

IN WITNESS WHEREOF I have hereunto set my hand and caused the seal of this office to be affixed as of the **29th** day of **June, 2009**.

LINDA K. ARGO
Director

Business and Professional Licensing Administration

A handwritten signature in black ink that reads "Patricia E. Grays". The signature is written in a cursive style and is positioned above a horizontal line.

PATRICIA E. GRAYS
Superintendent of Corporations
Corporations Division

Adrian M. Fenty
Mayor

ARTICLES OF INCORPORATION
OF THE
ONE HEALTH COMMISSION
(District of Columbia Non-Profit Corporation)

We, the undersigned natural persons of the age of eighteen years or more, acting as Incorporators of a corporation under the Non-Profit Corporation Act (D.C. Code, Title 29, Chapter 3 as amended) adopt the following Articles of Incorporation:

1. The name of the Corporation is: One Health Commission.
2. The duration of the Corporation shall be perpetual.
3. The Corporation shall be organized and operated exclusively for the following educational, scientific, and/or charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or the corresponding provision of a future tax code:
 - a. Develop, implement, and sustain an integrated strategy for improved public health based on the principles of One Health. One Health is the collaborative effort of multiple disciplines working locally, nationally, and globally, to address critical challenges and attain optimal health for people, domestic animals, wildlife, and our environment.
 - b. Create national and international awareness across the health science professions together with their related disciplines, the broad scientific community, government institutions, the political leadership, industry, educators, and the general public of the power of One Health to improve the health of people, domestic animals, wildlife, and our environment.
 - c. Illustrate the value of implementing One Health principles through specific demonstration projects.
 - d. Pursue any other lawful activities consistent with status as a 501(c)(3) organization, or the corresponding provision of a future tax code and with these Articles of Incorporation.
4. The Board of Directors of the Corporation shall be appointed by the Members as set forth in the Bylaws of the Corporation.
5. The Corporation may have one or more classes of non-voting Members, the qualifications for which shall be set forth in the Bylaws of the Corporation.
6. The internal affairs of the Corporation shall be conducted in accordance with the Bylaws

of the Corporation, provided however, that the Corporation must observe the following limitations and requirements:

a. No part of the assets or net earnings of the Corporation, current or accumulated, shall inure to the benefit of, or be distributable as dividends or otherwise to, the members, directors, officers or employees of the Corporation or to other private persons, except that the Corporation is authorized and empowered to pay reasonable compensation for services actually rendered and to make payments and distributions to further its purposes and objectives.

b. No substantial part of the activities of the Corporation shall be the promotion or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), 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.

c. Notwithstanding any other provision of these articles, the Corporation shall not carry on any 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; and (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.

d. The Corporation shall not be operated for the primary purpose of carrying on an unrelated trade or business for profit.

e. Upon dissolution of the Corporation, assets of the Corporation shall be distributed, transferred, conveyed, delivered and paid over only for one or more 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. Such distribution shall be made in accordance with the applicable laws of the District of Columbia. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction in the location 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 Section 501(c)(3) purposes.

f. The Board of Directors shall have the right from time to time on the vote of at least three fourths (3/4) of the total number of Voting Directors to dissolve the Corporation or to amend, alter, or repeal any provision contained in these Articles of Incorporation in the manner now or subsequently prescribed by statute, except that no such amendment, alteration, or repeal shall:

i. amend, alter, or repeal the limitations set forth in these Articles of Incorporation unless the Internal Revenue Code changes so that the amending, altering, or repeal of such limitation would not disqualify the Corporation for federal income tax

exemption under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or qualification as an organization the contributions to which are deductible under Sections 170, 642, 2055, or 2522 of the Internal Revenue Code, or the corresponding sections of any future federal tax code;

ii. operate to permit the use, application, or disbursement of any of the principal or income of all or any part of the corporate property for any purpose other than those expressly provided for in these Articles of Incorporation, or other than exclusively for educational, scientific, or charitable purposes;

iii. operate to permit the principal of income of any bequest, devise, grant, or gift to this Corporation to be used contrary to the conditions, limitations, or restrictions contained in or applicable to such bequest, devise, grant, or gift.

7. The name of the Corporation's Registered Agent and such Registered Agent's address in the District of Columbia is CT Corporation System, 1015 15th Street, N.W., Washington, DC 20005.
8. The number of Directors constituting the initial Board of Directors and the name and address of each person who is to serve as a Director until a successor is appointed are:

NAME(S)	ADDRESS(ES)
Albert J. Osbahr, III, MD	American Medical Association 515 North State Street Chicago, IL 60654
Susan Polan, PhD	American Public Health Association 800 I Street, N.W. Washington, D.C. 20001-3710
Ronald M. Atlas, PhD	American Society for Microbiology 1752 N Street, N.W. Washington, DC 20036
Michael Cates, DVM, MPH	American Veterinary Medical Association 1931 North Meacham Road Suite 100 Schaumburg, IL 60173
Elizabeth Bishop	Association of Academic Health Centers 1400 16th Street, N.W. Suite 720 Washington, DC 20036

Wile Souba, MD, BSc, MBA

Association of American Medical
Colleges
2450 N Street, N.W.
Washington, DC 20037

James Fox, DVM, MS

Association of American Veterinary
Medical Colleges
1101 Vermont Avenue, N.W.
Suite 301
Washington, D.C. 20005

John Fischer, DVM, PhD

Association of Fish and Wildlife
Agencies
444 North Capitol Street, N.W.
Suite 725
Washington, DC 20001

9. INCORPORATORS:

Will Lett
SIGNATURE

William J ALTHEN
PRINTED NAME

6/29/2009
DATE

Washington
District of Columbia

Subscribed and sworn to before me on this 26th of June, 2009 by William J. Althen

Joyce J. Wolfgang
Notary Public

My commission expires July 14, 2012

C.A. Bailey
SIGNATURE

Cheryl Ann Bailey
PRINTED NAME

June 29, 2009
DATE

Washington
District of Columbia

Subscribed and sworn to before me on this 26th of June, 2009 by Cheryl Ann Bailey

Joyce S. Wolfgang
Notary Public

My commission expires July 14, 2012

M.A. McCarty
SIGNATURE

Marilyn Ginger McCarty
PRINTED NAME

June 29, 2009
DATE

Washington
District of Columbia

Subscribed and sworn to before me on this 26th of June, 2009 by Marilyn Ginger McCarty

Joyce S. Wolfgang
Notary Public

My commission expires July 14, 2012

DCRA

DEPARTMENT OF CONSUMER & REGULATORY AFFAIRS

District of Columbia Government
Corporations Division
PO Box 92300
Washington DC 20090

Registered Agent Combined Form for Written Consent, Change Of Name / Address,
Resignation, or Blanket Change and Blanket Resignation

If you sign anywhere on the Registered Agent Combined Form, you agree that you understand that anyone who makes a false statement
anywhere on it can be punished by criminal penalties of a fine up to \$1000, imprisonment up to 180 days, or both, under DCOC § 22-2405;
and the corporation's certificate of authority can be denied or revoked.

RA-1. Registered Agent Written Consent

Use this form to appoint a Registered Agent for an entity. Choose Option A or B, but not both. There is no filing fee for this form.

Under DC Official Code (DCOC) Titles 29 and 41, a Registered Agent (RA) must be:

- 1 - A bona fide resident of the District of Columbia (DC).
OR
2 - A for-profit corporation, authorized by articles of incorporation or certificate of authority to act as agent.

Entities may not act as their own RAs.

Limited Liability Companies (LLCs) and Limited Liability Partnerships (LLPs) and Limited Partnerships (LPs) may not act as RAs.

Registered Agent Address may never be outside the District of Columbia. Address must be physical street address, never a PO Box.

A. By a District Of Columbia resident: I, a bona fide District resident, consent to act as a RA for the entity below.

Name of D.C. Resident

Address of Resident (address must be in DC: not a PO Box)

Entity Name

Signature

B. By a legally authorized corporation: The authorized corporate Registered Agent in the District, by the signatures of its President/Vice-
President and Secretary/Assistant Secretary, agrees to act as RA for the entity below.

Name of Corporation serving as RA

C T Corporation System

Address of Corporation (address must be in DC: not a PO Box)

1015 15th Street, N.W., Suite 1000, Washington, D.C. 20005

Entity Name

One Health Commission

Anusha Putty

President Vice President

Signature

[Handwritten signature]

Secretary and Assistant Secretary

Signature

Mail all forms and required payments to:

Department of Consumer and Regulatory Affairs
Corporations Division
PO Box 92300
Washington, DC 20090
Phone: (202) 442-4400

For overnight delivery send to:

Corporate Bank of America
Attention: DC Government
Wholesale Lockbox #92300
Mail Code MD4-301-18-04
225 North Calvert Street - 18th floor
Baltimore, Maryland 21202

Go to check dcra.dc.gov to find out which entities are required to register; search business names; get registration guidelines; search
registered organizations; and download forms and documents. Just click on "Corporate Registrations."

JUN 29 2009