

**ARTICLES OF INCORPORATION
OF
AMERICAS COMMITTEE FOR TREATMENT AND RESEARCH IN MULTIPLE
SCLEROSIS, INC.**

For the purpose of forming a corporation under the Wisconsin Nonstock Corporation Law, Chapter 181 of the Wisconsin Statutes, the undersigned executes the following Articles of Incorporation.

**ARTICLE 1
NAME**

The name of the Corporation is Americas Committee for Treatment and Research in Multiple Sclerosis, Inc. hereinafter referred to as the "Corporation."

**ARTICLE 2
EXISTENCE**

The Corporation is created as a nonstock Wisconsin corporation under Chapter 181 of the Wisconsin Statutes. The period of the Corporation's existence is perpetual.

**ARTICLE 3
PURPOSES**

3.1 The Corporation is created and shall be operated exclusively to provide and coordinate leadership in the field of multiple sclerosis and other demyelinating diseases.

3.2 The above-stated activities of the Corporation shall not be construed as other than for purposes that are appropriate for an educational, scientific, and charitable organization as defined in section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue law (the "Code").

3.3 The Corporation is expressly prohibited from engaging in any activity that would be inconsistent with an organization defined in section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue law (the "Code").

**ARTICLE 4
POWERS**

The Corporation has all powers now or in the future given by law to nonstock corporations organized under the laws of Wisconsin, provided however that such powers may be exercised only to further the purposes stated in Article 3 above, and further provided that 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 is authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article 3 above.

ARTICLE 5
MEMBERSHIP

The Corporation does not have members.

ARTICLE 6
BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by a Board of Directors. The method of electing directors of the Corporation shall be stated in the bylaws of the Corporation. The number of directors shall be fixed by the bylaws of the Corporation, but the number of directors shall not be fewer than three.

ARTICLE 7
DISSOLUTION

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner and to such organization or organizations which are organized and operated exclusively for charitable, scientific and educational purposes as shall at the time qualify as exempt organization or organizations under section 501(c)(3) of the Code. Any such assets not so disposed of shall be disposed of by the Circuit Court for the County in which the principal office of the Corporation is 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.

ARTICLE 8
PRINCIPAL OFFICE AND REGISTERED AGENT

8.1 The mailing address of the principal office of the Corporation is:

c/o National MS Society
733 Third Avenue 3rd Floor
New York, NY 10017

8.2 The name and address of the registered agent is:

G & K Wisconsin Services, LLC
c/o Godfrey & Kahn, S.C.
One East Main Street, Suite 500
Madison, WI 53703

ARTICLE 9
AMENDMENT

These articles may be amended in the manner authorized by law at the time of the amendment.

ARTICLE 10
INCORPORATOR

The name and address of the incorporator, who is older than eighteen years, is:

G & K Wisconsin Services, LLC
c/o Godfrey & Kahn, S.C.
One East Main Street, Suite 500
Madison, WI 53703

Executed this 4th day of February, 2009.

G & K WISCONSIN SERVICES, LLC

By: 

Mary Beth Collins, Assistant Secretary

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| <p>This instrument was drafted by and after recording is to be returned to: Mary Beth Collins P.O. Box 2719 Madison, WI 53701-2719</p> |
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