

CERTIFICATE OF AMENDMENT OF ARTICLES OF
INCORPORATION OF CALIFORNIA BLOOD BANK SYSTEM

ENDORSED
FILED
Office of the Secretary of State
of the State of California

Pat Sepulveda and Loni Calhoun certify that: APR 20 1988

MARCH FONG EU, Secretary of State

1. They are the President and the Treasurer, respectively, of California Blood Bank System, a California nonprofit corporation.

2. The Board of Directors of California Blood Bank System, a nonprofit corporation, has approved amendments to the Articles of Incorporation as follows:

Article ONE is amended to read:

"ONE: The name of this corporation is:

CALIFORNIA BLOOD BANK SOCIETY"

Paragraph (a) of Article TWO is amended to read:

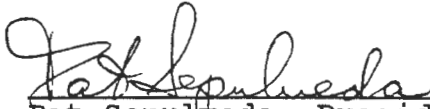
"(a) The specific and primary purposes for which this corporation is formed are to facilitate the recruitment, procurement, processing, distribution, administration and transfusion of human blood, its components and derivatives to provide these products in the safest and most effective means to benefit patients in need. This corporation shall maintain a society for the concerted effort in the education of persons with all known knowledge and techniques in the field of blood and blood products by sharing experience and data to take action for the public good."

Article THREE is amended to read:

"This corporation is organized pursuant to the General Nonprofit Corporation Law and this corporation shall be operated exclusively for

charitable, scientific and educational purposes, no part of the net earnings of which shall inure to the benefit of any member or individual. No substantial part of the activities of this corporation shall consist of the carrying on of propoganda, or otherwise attempting to influence legislation, nor shall this corporation participate or intervene in any political campaign (including publishing or distribution of statements) on behalf of any candidate for public office. On the dissolution or winding up of the corporation, its remaining assets shall be distributed to a nonprofit charitable organization to be named by the Board of Directors at such time."

3. The amendments have been approved by the required vote of the members.

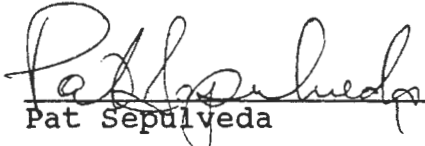


Pat Sepulveda, President



Loni Calhoun, Treasurer

I, Pat Sepulveda, declare under penalty of perjury that the matters set forth in the foregoing certificate are true and correct of my own knowledge and that this declaration was executed on 5 March, 1988 at Sacramento, California.



Pat Sepulveda

I, Loni Calhoun, declare under penalty of perjury that the matters set forth in the foregoing certificate are true and correct of my own knowledge and that this declaration was executed on Feb. 5, 1988 at Long Beach, California.

Loni Calhoun
Loni Calhoun

ARTICLES OF INCORPORATION
OF
CALIFORNIA BLOOD BANK SYSTEM

*First Articles of
Incorporation
March 1951*

ONE: The name of this corporation is:

CALIFORNIA BLOOD BANK SYSTEM.

TWO: The purposes for which this corporation is formed are:

(a) The specific and primary purposes for which this corporation is formed are to create and establish a clearing house amongst the several nonprofit community blood banks now operating or hereafter established in the State of California, under which this corporation will act as a clearing agency for the transfer of blood or blood products from one blood bank to another, and as such agency will record all transactions involving transfers of blood or blood products from one blood bank to another, and, in its capacity as a clearing house for the transfer of blood or blood products from one blood bank to another, shall act as the agent for each of the participating blood banks; to act as a central agency for the mutual benefit of the several nonprofit community blood banks in the State of California, with respect to any and all matters that may be delegated to this corporation by such nonprofit community blood banks.

(b) To perform and carry on any activity whatsoever which this corporation may deem proper or convenient in connection with any of the foregoing purposes or otherwise, or which may be calculated directly or indirectly to promote the interests of this corporation or to enhance or further the accomplishment of any of its powers, purposes, and objects; to conduct its business in this state, and in other states, and in the District of Columbia, the territories and colonies of the United States, and in foreign countries; and to hold, purchase, mortgage, and convey real and personal property either in or out of the State of California,

ARTICLES OF INCORPORATION OF CALIFORNIA BLOOD BANK SYSTEM

and to have and to exercise all the powers conferred by the laws of the State of California upon corporations formed under the laws pursuant to and under which this corporation is formed as such laws are now in effect or may at any time hereafter be amended.

(c) To carry out all or any part of the foregoing objects and purposes as principal, agent or otherwise, either alone or in conjunction with any person, firm, association, or other corporation, and in any part of the world; and for the purpose of attaining or furthering any of its objects or purposes, to make and perform such contracts of any kind and description, to do such acts and things, and to exercise any and all such powers as a natural person could lawfully make, perform, do or exercise, provided that the same shall not be inconsistent with the laws of the State of California.

The foregoing statement of purposes shall be construed as a statement of both purposes and powers, and the purposes and powers stated in each clause shall, except where otherwise expressed, be in nowise limited or restricted by reference to or inference from the terms or provisions of any other clause, but shall be regarded as independent purposes.

THREE: This corporation is organized pursuant to the General Non-profit Corporation Law of the State of California, particularly pursuant to Part 1 of Division 2 of Title 1 of the Corporation Code of the State of California; and this corporation shall be operated exclusively for charitable, scientific and educational purposes, no part of the net earnings of which shall inure to the benefit of any member or individual. This corporation shall not engage in any activities, a substantial part

ARTICLES OF INCORPORATION OF CALIFORNIA BLOOD BANK SYSTEM

of which is carrying on propaganda or otherwise attempting to influence legislation, and none of the purposes for which this corporation is formed include or contemplate pecuniary gain or profit to the members thereof.

FOUR: The county in the State of California where the principal office for the transaction of the business of this corporation is to be located is the City and County of San Francisco.

FIVE: The names and addresses of the persons who are appointed to act in the capacity of directors, until the election of their successors, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
John R. Upton	384 Post Street, San Francisco
DeWitt K. Burnham	384 Post Street, San Francisco
Dudley V. Saeltzer	1127 - 11th Street, Sacramento

SIX: The By-Laws to be adopted by the corporation shall provide for the authorized number and qualifications of the members of the corporation, the classes thereof, if any, the voting and other rights and privileges of such members or classes thereof, and the liability of such members to dues or assessments and method of collection thereof.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of California we, the undersigned, constituting the incorporators of this corporation, including the persons named hereinabove as the first directors of this corporation, have executed these Articles of Incorporation this 30th day of March, 1951.

/s/ JOHN R UPTON M D

/s/ DeWITT K BURNHAM

/s/ D V SAELTZER JR.

STATE OF CALIFORNIA)
)
CITY AND COUNTY OF SAN FRANCISCO) ss.

On this 30th day of March, 1951, before me, LEE FERTMAN,

a Notary Public, in and for said City and County and State, residing therein, duly commissioned and sworn, personally appeared JOHN R. UPTON and DeWITT K. BURNHAM, known to me to be the persons described in, and whose names are subscribed to, the within instrument, and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

/s/ LEE FERTMAN
Notary Public in and for the City
and County of San Francisco,
State of California.

(SEAL)

STATE OF CALIFORNIA)
)
COUNTY OF SACRAMENTO) ss.

On this 30th day of March, 1951, before me, EVELYN NAGHEL,

a Notary Public in and for said County and State, residing therein, duly commissioned and sworn, personally appeared DUDLEY V. SAELTZER, known to me to be the person described in and whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

/s/ EVELYN NAGHEL
Notary Public in and for the
County of Sacramento,
State of California

(SEAL)

STATE OF CALIFORNIA

CITY AND COUNTY OF SAN FRANCISCO

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ss

I, MAURICE C. SPARLING, Superintendent of Banks of the State of California, do hereby approve the attached Articles of Incorporation of

CALIFORNIA BLOOD BANK SYSTEM

A California Corporation, whose principal place of business is the City and County of San Francisco, State of California.

This approval is required under the provisions of Section 309 of the Corporation Code of the State of California, and is issued in the belief that the name CALIFORNIA BLOOD BANK SYSTEM will not mislead or deceive the public to believe the said Corporation to be a bank or trust company, as defined in Section 102 et seq., of the Banking Code of the State of California.

Given under my hand and official seal this 11th day of April, 1951.

MAURICE C. SPARLING
Superintendent of Banks.

By
William J. Murphy,
Chief Deputy

(SEAL)