Public Health United, Inc.
A Maryland Non-profit Corporation

AMENDED ARTICLES OF INCORPORATION

ARTICLE I
NAME

1.01 Name

The name of this corporation shall be Public Health United, Inc. The business of the corporation may be conducted as Public Health United, Inc.

ARTICLE II
DURATION

2.01 Duration

The period of duration of the corporation is perpetual.

ARTICLE III
PURPOSE

3.01 Purpose

Public Health United, Inc. is a non-profit corporation and shall operate exclusively for educational, scientific and charitable purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code.

The purpose of Public Health United, Inc. is to provide free educational material on science and science communication to the public. Science communication is defined as the communication of scientific concepts or research to the public. This can include the formal relay of information between a science spokesperson and the public, between scientists, between scientists and the
governments, or, more informally, between friends and family. These communications can occur either in person, in print, or online.

Public Health United, Inc.’s original purpose was to provide a weekly podcast to the public on how scientists can improve communication of their complex work to the public. Public Health United, Inc has expanded its programs to include the weekly podcast, outreach events, videos, courses, and speaking engagements.

Public Health United, Inc.’s weekly podcast focuses on interviewing public health and/or science professionals on their views on science communication, how we can improve, and lessons that they have learned through their career. We also explore the many different career paths that scientists can take—scientists do more than sit at a bench. We explore topics such as, but not limited to: science policy, science advocacy, science careers, women in science, public health science, recent and past disease outbreaks, science research, science funding, and public health concerns like antibiotic resistance, global warming, and vaccine safety.

Our outreach events have included organization of events at venues in Maryland to educate the public on important health science issues. For example, we hosted “B’More United: Safe Habits Save Lives”, and partnered with other non-profit organizations (Baltimore Harm Reduction Coalition, Dance Safe, and Drug Policy Alliance), to bring free trainings to the public on how to use naloxone, the heroin overdose antidote that’s been proven to save lives. We’ve also hosted a safe sex educational event at a nightclub in Towson, Maryland where we also partnered with local non-profit organizations (STAR, Generation Tomorrow) to bring free HIV testing to the public via mobile van and trained professionals and counselors. These events are important and unique as we bring science and public health education directly to the public, in a relaxed and safe environment.

Our vaccine education program includes production of a free series of videos on the basics of how vaccines work and answers to common questions and concerns. In a time of alternate facts, fake news, and a deepening schism between conservatives and liberals, it is of the utmost important to provide an educational space free of judgement based on trustworthy evidence and expert opinion.

Our teaching program includes instruction in important science and science communication concepts and ideas, which includes, but is not limited to: global warming and climate science, genetically modified organisms, vaccines, harm reduction and drugs, science policy, science writing, nutrition, immunology, cancer biology, infectious disease, global health, and public health. Our teaching program includes public speaking and social media engagement (Twitter, Instagram, LinkedIn, Facebook, etc.), and publication of our methods in scholarly journals and well as popular media outlets. Our teaching program also includes a course on improving science communication skills called, “Communicating Science: Skills to Analyze and Communicate Science News.” This course is unique in that we first teach the core science concepts needed to understand the topic, i.e. vaccines, and then we practice communicating it.
To maximize our impact on current efforts, we may seek to collaborate with other non-profit organizations which fall under the 501(c)3 section of the internal revenue code and are operated exclusively for educational and charitable purposes.

At times, per the discretion of the board of directors, we may provide internships or volunteer opportunities which will provide opportunities for involvement in said activities and programs in order to have a greater impact for change.

3.02 Non-Profit

Public Health United, Inc is designated as a non-profit corporation.

ARTICLE IV
NON-PROFIT NATURE

4.01 Non-profit Nature

Public Health United, Inc is organized exclusively for scientific, charitable and educational purposes including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. No part of the net earnings of Public Health United, Inc shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof.

Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Public Health United, Inc. is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its educational and charitable purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

4.02 Personal Liability

No officer or director of this corporation shall be personally liable for the debts or obligations of Public Health United, Inc of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.
4.03 Dissolution
Upon termination or dissolution of the Public Health United, Inc, any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of the Public Health United, Inc. hereunder shall be selected by the discretion of a majority of the managing body of the Public Health United, Inc. and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the Public Health United, Inc by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Maryland.

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of [YOUR STATE] to be added to the general fund.

4.04 Prohibited Distributions
No part of the net earnings or properties of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers or other private person or individual, except that the corporation shall be 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 III, Section 3.01.

4.05 Restricted Activities
No substantial part of the corporation’s activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

4.06 Prohibited Activities
Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (I) by a corporation exempt from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (II) 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.

ARTICLE V
BOARD OF DIRECTORS

5.01 Governance

Public Health United, Inc. shall be governed by its board of directors.

5.02 Directors

The directors of the corporation shall be:

<table>
<thead>
<tr>
<th>Name</th>
<th>Position</th>
</tr>
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<tbody>
<tr>
<td>Nina Martin</td>
<td>Executive Director, CEO, Director of Vaccine Education</td>
</tr>
<tr>
<td>Stephen Goldstein</td>
<td>President &amp; Director of Infectious Disease Communication</td>
</tr>
<tr>
<td>Kenneth Shatzkes</td>
<td>Vice President &amp; Director of Science Policy and Outreach</td>
</tr>
<tr>
<td>Benjamin Blumberg</td>
<td>Secretary &amp; Director of Harm Reduction and Drug Policy</td>
</tr>
<tr>
<td>Ashley Nelson</td>
<td>Treasurer &amp; CFO</td>
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ARTICLE VI
MEMBERSHIP

6.01 Membership

Public Health United, Inc. shall have no members. The management of the affairs of the corporation shall be vested in a board of directors, as defined in the corporation’s bylaws.

ARTICLE VII
AMENDMENTS

7.01 Amendments

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.
ARTICLE VIII
ADDRESSES OF THE CORPORATION

8.01 Corporate Address

The address of the corporation is:

Public Health United, Inc.
703 S Decker Ave.
Baltimore, MD, 21224

The mailing address of the corporation is:

Public Health United, Inc.
703 S Decker Ave
Baltimore, MD, 21224

ARTICLE IX
APPOINTMENT OF REGISTERED AGENT

9.01 Registered Agent

The registered agent of the corporation shall be:

Nina M. Martin
703 S Decker Ave
Baltimore, MD, 21224

ARTICLE X
INCORPORATOR

The incorporators of the corporation are as follow:

Nina M Martin
703 S Decker Ave
Baltimore, MD, 21224

CERTIFICATE OF ADOPTION OF ARTICLES OF INCORPORATION

We, the undersigned, do hereby certify that the above stated Articles of Incorporation of Public Health United, Inc. were approved by the board of directors on December 1, 2015 and constitute a complete copy of Articles of Incorporation of the Public Health United, Inc

<table>
<thead>
<tr>
<th>Nina Martin</th>
<th>703 S Decker Ave</th>
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</thead>
</table>
Stephen Goldstein | Baltimore, MD 21224-3946
---|---
Kenneth Shatzkes | 245 S 45th St Apt
Philadelphia, PA 19104-3597
Benjamin Blumberg | 266 22nd Street Apt 2D
Brooklyn, NY 11215-6547
Ashley Nelson | 703 S Decker Ave
Baltimore, MD 21224-3946

ACKNOWLEDGMENT OF CONSENT
TO APPOINTMENT AS REGISTERED AGENT

I, Nina M. Martin, agree to be the registered agent for Public Health United, Inc as appointed herein.

____________________________
Nina M. Martin, Registered Agent

Date: __December 1, 2015___