

**GOVERNMENT OF THE DISTRICT OF COLUMBIA**  
DEPARTMENT OF CONSUMER AND REGULATORY AFFAIRS  
CORPORATIONS DIVISION



**C E R T I F I C A T E**

**THIS IS TO CERTIFY** that all applicable provisions of the District of Columbia Business Organizations Code have been complied with and accordingly, this ***CERTIFICATE OF AMENDMENT*** is hereby issued to:

Health and Environmental Sciences Institute

**Effective Date:** 6/19/2018

**IN WITNESS WHEREOF I** have hereunto set my hand and caused the seal of this office to be affixed as of 6/19/2018 4:46 PM

Business and Professional Licensing Administration



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PATRICIA E. GRAYS  
Superintendent of Corporations  
Corporations Division

Muriel Bowser  
Mayor

Tracking #: vUWvcgRI



**DEPARTMENT OF CONSUMER & REGULATORY AFFAIRS**  
**District of Columbia Government**  
**Corporations Division**

**Articles of Amendment of Domestic Nonprofit Corporation**  
**Form DNP-2, Version 3, April 2013**

**Under the provisions of the Title 29 of D.C. Code (Business Organizations Act), the domestic filing entity listed below hereby applies for a Certificate of Amendment and for that purpose submits the statement below.**

1. Corporation Name.  
Health and Environmental Sciences Institute

2. The text of each amendment adopted.

To change the name of the corporation from "ILSI Health and Environmental Sciences Institute" to "Health and Environmental Sciences Institute."

To remove all references to the acronym "ILSI" from the Articles of Incorporation.

3. If the amendment provides for an exchange, reclassification, or cancellation of memberships, provisions for implementing the amendment.

4. The date of each amendment's adoption.  
6/19/2018 12:00:00 AM

5. Amendment has been adopted in the following manner.  
the amendment was duly approved by the members in the manner required by this chapter and by the articles of incorporation and bylaws.

**If you sign this form you agree that anyone who makes a false statement can be punished by criminal penalties of a fine up to \$1000, imprisonment up to 180 days, or both, under DCOC § 22-2405;**

<b>Name of the Governor or Authorized Person</b>	<b>Date</b>	<b>Signature</b>
Shawn N. Sullivan	6/19/2018 4:46:48 PM	<b>ESIGNED</b>
Sybil Pettit	6/19/2018 4:46:48 PM	

Mail all forms and required payment to:  
Department of Consumer and Regulatory Affairs  
Corporations Division  
PO Box 92300  
Washington, DC 20090  
Phone: (202) 442-4400

**Corporate Online Services Information:**  
Many corporate filings are available by using CorpOnline Service, Go to CorpOnline site at <https://corp.dcr.dg.gov>, create a profile, access the online services main page and proceed. Online filers must pay by using a credit card.

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Please check [dcra.dc.gov](http://dcra.dc.gov) to view organizations required to register, to search business names, to get step-by-step guidelines to register an organization, to search registered organizations, and to download forms and documents. Just click on "Corporate Registration."

**AMENDED AND RESTATED ARTICLES OF INCORPORATION  
OF  
HEALTH AND ENVIRONMENTAL SCIENCES INSTITUTE**

**FIRST:** The name of the corporation is Health and Environmental Sciences Institute (hereinafter referred to as “HESI”).

**SECOND:** The period of its duration is perpetual.

**THIRD:** The purposes for which HESI is organized and will be operated exclusively are to conduct charitable, scientific, and educational activities within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and the regulations and rulings promulgated thereunder (the “Code”).

The primary goals of HESI are (a) to identify and evaluate scientific issues related to human health, toxicology, risk assessment, and the environment that are of mutual concern to the public, the scientific community, government agencies, and industry; (b) to contribute to the resolution of such issues through the sponsorship of scientific research and educational activities and collaboration with government agencies, academic institutions, and other scientific organizations; (c) to assist other charitable, scientific, and educational organizations in the conduct of similar activities; and (d) to do everything necessary, proper, advisable, or convenient for the accomplishment of HESI’s purposes and goals and to do all other things incidental to them or connected to them that are not forbidden by these Articles of Incorporation, the Act, the Code, or by any other law. The purposes of HESI are to be carried out on a global basis, but individual activities may have a regional or national focus.

HESI shall not be operated for profit and shall not issue shares of stock. The income, assets, properties, and services of HESI shall be used exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Code.

**FOURTH:** The corporation shall have members within the meaning of the District of Columbia Nonprofit Corporations Act, as the same may be amended from time to time. The members may be referred to in the bylaws by one or more appellations other than the word “members.”

**FIFTH:** The classes, rights, obligations, and qualifications of the members shall be set forth in the bylaws.

**SIXTH:** The manner of election or appointment of the Board of Directors (which shall be referred to as the “Board of Trustees”) shall be provided in the bylaws.

**SEVENTH:** The powers and activities of HESI shall be managed by the Board of Trustees in accordance with the bylaws and shall be subject to the following restrictions and limitations:

- (1) Notwithstanding any other provision of these Articles, only such powers shall be exercised as are in furtherance of the purposes of HESI, and as may be exercised by an organization exempt under Section 501(c)(3) of the Code and by an organization, contributions to which are deductible under Section 170 of the Code.
- (2) No part of the assets or net earnings of HESI shall inure to the personal benefit of any trustee, officer, or employee of HESI, or any other person, except that reasonable compensation may be paid for personal services which are reasonable and necessary to carry out the purposes of HESI.

- (3) None of the assets or property of HESI shall, upon liquidation, dissolution, or winding up of HESI, whether voluntary, involuntary, or by operation of law, be distributed to the trustees, officers, or employees of HESI, or to any other person. Furthermore, upon liquidation, dissolution, or winding up of HESI, such assets or property shall be distributed to one or more organizations which would then qualify under the provisions of Section 501(c)(3) of the Code. Provided, however, that any asset or property held by HESI upon condition requiring its return, transfer, or conveyance, which condition occurs by reason of the liquidation, dissolution, or winding up of HESI shall be returned, transferred, or conveyed in accordance with such requirement. Any such distribution or any such return, transfer, or conveyance, shall be made in accordance with the Act and with Section 501(c)(3) of the Code.
- (4) HESI shall not carry on propaganda or otherwise attempt to influence legislation, except to the extent permitted under Section 501(c)(3) of the Code. Furthermore, HESI shall not participate or intervene (including the publishing or distributing of statements) in any political campaign on behalf of, or in opposition to, any candidate for public office.

**EIGHTH:** The address, including street and number of the initial registered agent of the corporation is 1025 Vermont Avenue, N.W., Washington, D.C. 20005, and the name of the initial registered agent at such address is CT Corporation System.

**NINTH:** The number of trustees constituting the Board of Trustees is 30, and the names and addresses, including street and number and zip code of the persons who are to serve as trustees until their successors are elected and shall qualify are:

Dr. Marc Bonnefoi  
Aventis Pharmaceuticals  
Route 202-206  
PO Box 6800  
Bridgewater, NJ 08807-0800  
USA

Dr. Alan Boobis  
Imperial College School of Medicine  
& Technology  
Ducane Road  
W12 ONN, London  
UNITED KINGDOM

Dr. Robert L. Brent  
DuPont Hospital for Children  
Room 308, Research Building  
P.O. Box 269  
Wilmington, DE 19899  
USA

Prof Peter Calow  
The University of Sheffield  
Sheffield S10 2TN  
UNITED KINGDOM

Professor Anthony D. Dayan  
21 Heathgate  
London NW11 7AP,  
UNITED KINGDOM

Dr. Jack H. Dean  
Sanofi-Synthelabo Inc.  
9 Great Valley Parkway  
Malvern, PA 19355  
USA

Prof. Dr. med. Helmut Greim  
Technical University of Munich  
Hohenbachernstrasse 15-17  
D-85354 Freising-Weihenstephan  
GERMANY

Dr. Jerry Hjelle  
Monsanto Company  
800 North Lindbergh Blvd.  
C2SB  
St. Louis, MO 63167  
USA

Dr. Craig H. Farr  
ATOFINA Chemicals, Inc.  
Product Stewardship &  
Toxicology  
2000 Market Street  
Philadelphia, PA 19103-3222  
USA

Dr. Elaine Faustman  
University of Washington  
4225 Roosevelt Way, NE  
#100  
Seattle, WA 98105-6099  
USA

Prof. Dr. H.-Peter Gelbke  
BASF AG  
Abteilung DUP, Geb. Z 470  
Carl-Bosch-Str. 38  
67056 Ludwigshafen  
GERMANY

Dr. James E. Gibson  
Dow AgroSciences  
9330 Zionsville Road  
Indianapolis, IN 46268-1054  
USA

Dr. Jay I. Goodman  
Michigan State University  
B-440 Life Sciences Building  
East Lansing, MI 48824-1317  
USA

Dr. Samuel Cohen  
University of Nebraska  
Medical Center  
983135 Nebraska Medical  
Center  
Omaha, NE 68198-3135  
USA

Dr. Joseph Miletich  
Merck and Company  
770 Sumneytown Pike  
WP45-201  
P.O. Box 4  
West Point, PA 19486-0004  
USA

Dr. Curtis D. Klaassen  
University of Kansas Medical  
Center  
3901 Rainbow Boulevard  
Kansas City, KS 66160-7417  
USA

Dr. James Klaunig  
University of Indiana School  
of Medicine  
635 Barnhill Drive, MS-1021  
Indianapolis, IN 46202-5120  
USA

Professor Dr. Robert Kroes  
Utrecht University  
Yalelaan 2  
P.O. Box 80176  
NL-3508 TD Utrecht  
THE NETHERLANDS

Dr. Louis Lasagna  
Sackler School of Graduate  
Biomedical Sciences  
Tufts University  
136 Harrison Avenue  
Boston, MA 02111  
USA

Dr. James S. MacDonald  
Drug Safety and Metabolism  
Schering-Plough Research  
Institute  
2015 Galloping Hill Road  
Kenilworth, NJ 07033-0539  
USA

Dr. Thomas J. Slaga  
AMC Cancer Research  
Center  
1600 Pierce Street  
Lakewood, CO 80214  
USA

Dr. Lewis L. Smith  
Syngenta CTL  
Alderly Park  
Macclesfield  
Cheshire SK10 4TJ  
UNITED KINGDOM

Dr. John L. O'Donoghue  
Eastman Kodak Company  
Building 320, Kodak Park  
1100 Ridgeway Avenue  
Rochester, NY 14652-6256  
USA

Dr. Gilbert S. Omenn  
The University of Michigan  
6008 Fleming Administration  
Building  
Ann Arbor, MI 48109-1340  
USA

Dr. Jack Reynolds  
Pfizer, Inc.  
Central Research-Building  
274  
Eastern Point Road  
Groton, CT 06340  
USA

Dr. William T. Robinson  
Novartis Pharmaceuticals  
Corporation  
59 E Route 10, Building  
406/1  
East Hanover, NJ 07936-1080  
USA

Dr. med. vet. Bernhard Stahl  
Bayer AG  
D-42096 Wuppertal  
GERMANY

Dr. Helmut Sterz  
F. Hoffmann-La Roche Ltd.  
PRN, Building 310  
CH-4070 Basel  
SWITZERLAND

Dr. Dimitrios Trichopoulos  
Harvard School of Public  
Health  
677 Huntington Avenue,  
Room 901  
Boston, MA 02115  
USA

Dr. Gary M. Williams  
New York Medical College  
Valhalla, NY 10595  
USA

**TENTH:** The name and address, including street and number and zip code, of each incorporator are:

Paula E. Murphy, Esq.

1126 Sixteenth Street, NW  
Washington, D.C. 20036-4810

Dr. Denise Robinson

1126 Sixteenth Street, NW  
Washington, D.C. 20036-4810

Ms. Amy Burk

1126 Sixteenth Street, NW  
Washington, D.C. 20036-4810