

ARTICLES OF INCORPORATION OF
AAAP FOUNDATION, INC.

1. The name of the corporation is AAAP FOUNDATION, INC.
2. The address of the registered office of the corporation in this Commonwealth is University of Pennsylvania, New Bolton Center, Kennett Square, Pennsylvania 19348-1692.
3. The corporation is incorporated under the Non-profit Corporation Law of the Commonwealth of Pennsylvania for the following purpose or purposes:

The corporation, which does not contemplate pecuniary gain or profit, incidental or otherwise, is formed exclusively for charitable, scientific and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as it is now, or may hereafter be amended and enforced (all of which shall hereafter be referred to as the "Code"), and particularly to receive, maintain and distribute funds and other assets and to administer and apply the income and principal thereof exclusively for such charitable, educational and scientific activities, including specifically the awarding of scholarship and fellowship grants in the manner permitted Section 501(c)(3) organizations, and, in furtherance thereof, to take and hold by bequest, devise, gift, grant, purchase, lease or otherwise, any property, real or personal, or any interest therein, and to sell, convey or otherwise dispose of any such property and to invest, reinvest or deal with the principal or the income thereof in such manner as will best promote the purposes of the corporation.

No part of the corporation's net earnings shall inure, in whole or in part, to the benefit of any contributor, director,

officer, member or other private individual or person; no substantial part of the activities of the corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation, except to the extent permitted by Section 501(h) of the Code; the corporation shall not participate 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 and shall not otherwise be an "action" organization under applicable Treasury Department regulations; and upon any dissolution or winding up of the corporation, its assets remaining after all debts and expenses have been paid or provided for shall be distributed by the Board of Directors for one or more exempt purposes described in Section 501(c)(3) of the Code, to one or more organizations qualifying for the exemption afforded by Section 501(c)(3) of the Code, or to the federal government or a state or local government for a public purpose. Notwithstanding any other provision hereof, this corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization which is tax-exempt under the provisions of Section 501(a) of the Code by virtue of being described in Section 501(c)(3) of the Code.

4. The corporation is to exist for a perpetual term.

5. The corporation is organized upon a nonstock

basis.

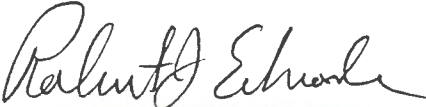
6. All conditions, qualifications, requirements, privileges and regulations regarding the board of directors and membership in the corporation, including voting rights, shall be fixed and governed by the By-Laws of the corporation.

7. The name and post office address of the incorporator is:

Robert J. Eckroade, DVM, PhD
University of Pennsylvania
New Bolton Center
Kennett Square, Pennsylvania 19348-1692

8. The incorporator shall adopt the By-Laws on behalf of the corporation.

IN TESTIMONY WHEREOF, the incorporator has signed and sealed these Articles of Incorporation this day of December, 1988.


_____(SEAL)
Robert J. Eckroade, DVM, PhD,
Incorporator