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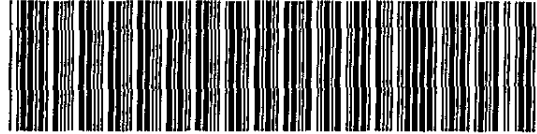
(Business Entity Name)

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TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Air Angels, Inc.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Michael P. Donohoe
Name (Printed or typed)

1110 Celebrant Drive
Address

Jacksonville, FL 32225
City, State & Zip

904-296-2024
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION
OF
Air Angels, Inc.
A Florida Not for Profit Corporation**

The undersigned, for the purpose of forming a nonprofit corporation under the Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes; makes and adopts the following articles of incorporation:

**ARTICLE I
CORPORATE NAME**

The name of the corporation shall be Air Angels, Inc.

**ARTICLE II
PLACE OF BUSINESS / MAILING ADDRESS**

The corporation's principal place of business and mailing address will be 1110 Celebrant Drive, Jacksonville, Florida 32225.

**ARTICLE III
REGISTERED AGENT**

The name and address of the corporation's initial registered agent shall be:

Michael Patrick Donohoe 1110 Celebrant Drive Jacksonville, Florida 32225

**ARTICLE IV
PURPOSE**

The corporation is organized exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future federal tax code, including, for such purposes, the making of distributions to organizations that also qualify as Section 501(c)(3) exempt organizations. To this end, the corporation shall provide financial support to members of aviation-related charitable organizations which provide free air transportation to individuals by private aircraft to distant medical facilities when commercial service is not available, impractical or simply not affordable. The financial support from the corporation will significantly reduce the financial burdens imposed on those members

of aviation-related charitable organizations who are personally responsible for the costs of providing free air transportation. Consequently, the reduced costs will permit the members of aviation-related charitable organizations to provide a significant amount of additional air transportation services than otherwise possible. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

ARTICLE V LIMITATIONS

At all times the following shall operate as conditions restricting the operations and activities of the corporation:

1. The Corporation is organized exclusively for charitable and educational purposes.
2. No part of the net earnings of the corporation shall inure to any member of the corporation not qualifying as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future federal tax code, nor to any Director or officer of the corporation, nor to any other private persons, excepting solely such reasonable compensation that the corporation shall pay for services actually rendered to the corporation, or allowed by the corporation as a reasonable allowance for authorized expenditures incurred on behalf of the corporation;
3. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office; and
4. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future federal tax code.
5. The corporation shall not lend any of its assets to any officer or director of this corporation (unless such loan program is regularly conducted as part of the activities of the organization and the qualification of the individual to participate in the same is determined by a panel comprised solely of non-Board members), or guarantee to any person the payment of a loan by an officer or director of this corporation.
6. In the event the corporation is considered to be a "Private Foundation" by the United States Internal Revenue Service under provisions of the United States Code the following provisions apply:
 - a. The Corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by

Section 4942 of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future federal tax code.

- b. The Corporation will not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future federal tax code.
- c. The Corporation will not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future federal tax code.
- d. The Corporation will not make any investments in a manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future federal tax code.
- e. The Corporation will not make any taxable expenditure as defined in Section 4945(d) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future federal tax code.

ARTICLE VI INDEMNIFICATION

Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him (or by his heirs, executors, or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with an appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors or administrators) may be entitled apart from this Article.

ARTICLE VII DIRECTORS/MEMBERS

The names and addresses of the initial Board of Directors of the Corporation, who shall hold office for the term herein specified, or until their successor is appointed and have qualified are as follows:

Michael Patrick Donohoe	1110 Celebrant Drive, Jacksonville, Florida 32225
Emily Kathleen Cumer	1110 Celebrant Drive, Jacksonville, Florida 32225
Pamela Ann Donohoe	3001 SW 24 th Avenue, Suite 1308, Ocala, Florida 34476

The corporation shall have no voting "members." The Board of Directors shall always consist of at least three individuals. Future Directors shall be appointed at the sole discretion of the corporations' first Board of Directors. The management and affairs of the corporation shall be at all times under the direction of a Board of Directors, whose operations in governing the corporation shall be defined by statute and by the corporation's by-laws. No Director shall have any right, title, or interest in or to any property of the corporation.

ARTICLE VIII DISSOLUTION

Upon the time of dissolution of the corporation, assets shall be distributed by the Board of Directors, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the corporation, for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then 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 IX OFFICERS

The officers of the corporation may consist of a President, one or more Vice Presidents, a Secretary, a Treasurer and any other officers and assistant officers as may be provided for in the bylaws or by resolution by the Board of Directors. Each officer shall be elected by majority vote of the Board of Directors (and may be removed by majority vote of the Board of Directors) at such a time in such a manner as may be prescribed by the bylaws or by law.

ARTICLE X BYLAWS

The bylaws of the Corporation are to be made and adopted by the Board of Directors and may be altered, amended or rescinded by the Board of Directors.

ARTICLE XI AMENDMENT

The Corporation reserves the right to amend or appeal any provision contained in these articles of incorporation or any amendment to them.

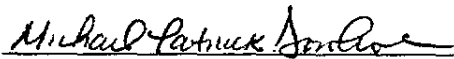
**ARTICLE XII
INCORPORATOR**

The incorporator of this corporation is:

Michael Patrick Donohoe 1110 Celebrant Drive Jacksonville, Florida 32225

The undersigned incorporator certifies both that he executes these Articles for the purposes herein stated, and that by such execution, he affirms the understanding that should any of the information in these Articles be intentionally or knowingly misstated, he is subject to the criminal penalties for perjury set forth under Florida Statutes as if this document had been executed under oath.

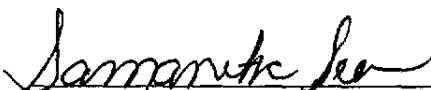
These articles of Incorporation are hereby executed by the incorporator on this 1st day of September, 2004.



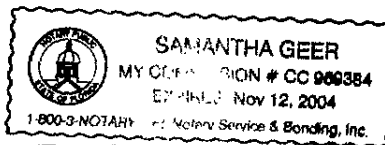
Michael Patrick Donohoe, Incorporator

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgements, personally appeared Michael Patrick Donohoe, who is personally known to me, executed the foregoing instrument as incorporator and acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 1st day of September, 2004.

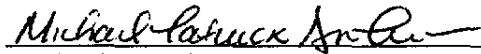


Notary Public -- State of Florida
My Commission Expires:



**REGISTERED AGENT'S
ACCEPTANCE OF APPOINTMENT**

Having been named registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Michael Patrick Donohoe, Registered Agent

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