

Mar. 12, 2012 2:50 PM  
Division of Corporations

WEAVER, MCCLENDON & PENROD

No. 6737 P. 1/1  
Page 1 of 1

N120000648543

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H12000064854 3)))



H120000648543ABC/

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations  
Fax Number : (850)617-6381

From:

Account Name : WEAVER, MCCLENDON & PENROD, LLP  
Account Number : 073777002313  
Phone : (863)676-6000  
Fax Number : (863)678-1515

FILED  
12 MAR 12 AM 10:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\*

Email Address: \_\_\_\_\_

FLORIDA PROFIT/NON PROFIT CORPORATION  
BAYNES' AVIATION, INC.

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$70.00

RECEIVED  
12 MAR 12 PM 4:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Electronic Filing Menu

Corporate Filing Menu

Help

MRD 3/13/12

3/12/2012

(( (H12000064854 3) ))

**ARTICLES OF INCORPORATION  
OF**

**BAYNES' AVIATION, INC.**

**(A not for profit Florida Corporation)**

**FILED**  
12 MAR 12 AM 10:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation not for profit under Florida law.

***I. NAME***

The corporation's name is **BAYNES' AVIATION, INC.**

***II. PURPOSES AND POWERS***

The purposes of the Corporation shall be to be a charitable organization fulfilling charitable purposes in order to:

A. Serve individuals and health care organizations through free air transportation for necessary and appropriate charitable medical needs.

B. Co-operate and co-ordinate with other charitable, for profit, non-profit, civic, and governmental entities to provide for and enhance the general and overall purposes of the corporation.

C. Receive, maintain and accept, as assets of the corporation, any property, whether real, personal or mixed, by way of gift, bequest, devise or purchase, from any person, firm, trust or corporation, to be held, administered and disposed of in accordance with and pursuant to the provisions of these Articles of Incorporation. However, no gift, bequest, devise or purchase of any such property shall be received or made and accepted if it is conditioned or limited in such manner as shall require the disposition of income or principal to any organization other than a "charitable organization" or for any purpose other than "charitable purposes" within the respective meanings of such quoted terms as defined herein, or which would jeopardize the Federal Income Tax exemption of this corporation pursuant to § 501(c)(3) of the Internal Revenue Code of 1986, as now in force or acts in amendment thereof or substitution therefor.

Instrument Preparer:  
James M. Weaver, FBN 212782  
WEAVER, McCLENDON & PENROD, LLP  
240 East Park Avenue  
Post Office Box 488  
Lake Wales, FL 33859-0488  
863.676.6000

(( (H12000064854 3) ))

(( (H12000064854 3) ))

### **III. DEFINITIONS**

In these Articles of Incorporation and in any amendments to it:

A. The terms "charitable organizations" or "charitable organization" shall mean corporations, or other entities formed under United States law, and operated exclusively for charitable purposes, no part of the net earnings of which inures or is payable to or for the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation, and which do not participate in, or intervene (including the publishing or distributing of statements) in any political campaign on behalf of any candidate for public office. The organizations described in this Article shall be such only as are entitled to exemption from income tax under § 501(c)(3) of the Internal Revenue Code of 1986, or acts in amendments thereof or substitution therefore.

B. The term "charitable purposes" shall be limited to only religious, charitable, scientific, literary or educational purposes as defined in § 501(c)(3) of the Internal Revenue Code of 1986, or as amended.

### **IV. MEMBERSHIP**

The qualifications for members and the manner of their admission are provided for in the Bylaws of the corporation.

### **V. TERM OF EXISTENCE**

The corporation is to exist perpetually.

### **VI. STREET ADDRESS**

The street and mailing address of the corporation is 819 South Lake Starr Boulevard, Lake Wales, FL 33898. The Registered Agent is MAIJA K. BAYNES, and her address is 819 South Lake Starr Boulevard, Lake Wales, FL 33898. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

### **VII. DIRECTORS**

The Board of Directors shall exclusively manage the affairs of the corporation and shall consist of no less than three (3) members and no more than twenty-one (21) members. The Board shall be elected at the Annual meeting of the Board of Directors. The initial Board of Directors shall consist of the following persons with their addresses shown:

#### **NAME/ADDRESS**

MAIJA K. BAYNES  
819 South Lake Starr Boulevard  
Lake Wales, FL 33898

BARBARA ANNE BROWN  
810 Hillside Drive  
Lake Wales, FL 33853

LINDA C. JOHNSON  
322 South Scenic Highway  
Lake Wales, FL 33853

(( (H12000064854 3) ))

FILED

No. 6737

P. 4/5

(( (H12000064854 3) ))

12 MAR 12 AM 10:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

#### VIII. OFFICERS

The affairs of the corporation are to be set by the Board of Directors and carried out by a president, a vice president, a secretary, a treasurer and such other officers as the Board of Directors determines. The Board of Directors will elect officers at least annually. The names and offices of the persons who are to serve as officers until the first election of officers are:

##### NAME

##### OFFICE

MAIJA K. BAYNES

President / Treasurer

LINDA C. JOHNSON

Vice President

BARBARA ANNE BROWN

Secretary

#### IX. INCORPORATORS

The name and street address of the subscriber to these Articles of Incorporation are **MAIJA K. BAYNES**, 819 South Lake Starr Boulevard, Lake Wales, FL 33898.

#### X. AMENDMENTS TO ARTICLES AND BY-LAWS


The Board of Directors shall have the power to adopt, alter, and rescind the Articles of Incorporation and the Bylaws by a two-thirds (2/3) vote of its members.

#### XI. NONPROFIT CHARACTER

A. In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or corresponding sections of any prior or future Internal Revenue Code, or to the federal, state, or local government for exclusive public purpose.

B. Notwithstanding any other provision of these Articles, this corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law or (b) a corporation contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986 or any other corresponding provision of any future United States Internal Revenue Law.

GIVEN by the undersigned subscriber on March 12, 2012.

  
MAIJA K. BAYNES, Incorporator

(( (H12000064854 3) ))

**FILED**

(( (H12000064854 3) ))


12 MAR 12 AM 10:35

**ACKNOWLEDGMENT**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The foregoing instrument was acknowledged before me in Polk County, Florida, on March 12, 2012, by **MAIJA K. BAYNES**, personally known to me.



  
Notary Public

**REGISTERED AGENT CERTIFICATE**

CERTIFICATE DESIGNATING PRINCIPAL PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED.

**BAYNES' AVIATION, INC.**, desiring to organize and incorporate under Florida law with its principal office and its registered office as indicated in the Articles of Incorporation, has named **MAIJA K. BAYNES** as its agent to accept service of process within this State in compliance with F. S. 48.091.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above Corporation at the place designated in this certificate, I hereby agree to act in this capacity and agree to keep the office open in compliance with F. S. 48.091.

  
**MAIJA K. BAYNES**, Registered Agent

(( (H12000064854 3) ))