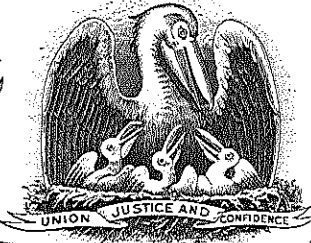


UNITED STATES OF AMERICA

State of Louisiana



Jay Dardenne
SECRETARY OF STATE

As Secretary of State, of the State of Louisiana, I do hereby Certify that
a copy of the Articles of Incorporation of

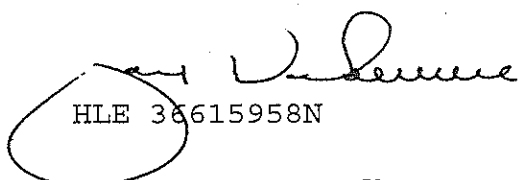
PILOTS FOR PATIENTS

Domiciled at MONROE, LOUISIANA,

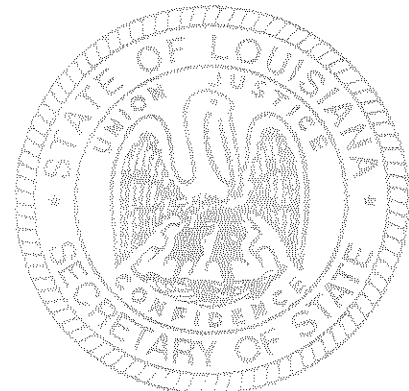
Was filed and recorded in this Office on December 18, 2007,

And all fees having been paid as required by law, the corporation is authorized to transact business in this State, subject to the restrictions imposed by law, including the provisions of R.S. Title 12, Chapter 2.


*In testimony whereof, I have hereunto set
my hand and caused the Seal of my Office
to be affixed at the City of Baton Rouge on,*
December 18, 2007


HLE 36615958N

Secretary of State



STATE OF LOUISIANA
Office of the Secretary of State
I hereby certify that this is a true and correct copy,
as taken from the original on file in this office.


Jay Dardenne
Secretary of State

Date: DEC 18 2007 

Articles of Incorporation
of
PILOTS FOR PATIENTS

*
* UNITED STATES OF AMERICA
*
* STATE OF LOUISIANA
*
* PARISH OF ORLEANS
*
* CITY OF NEW ORLEANS
*

BE IT KNOWN that on the 17th day of the month of December, in the year two thousand seven,

BEFORE ME, the undersigned Notary Public, duly commissioned and qualified in and for the Parish and State aforesaid,

PERSONALLY CAME AND APPEARED:

SHELLEY A. MARTIN, the Incorporator of **Pilots for Patients**, a person of the full age of majority, domiciled in the Parish of **Orleans**, State of Louisiana,

WHO DECLARED in the presence of the undersigned competent witnesses that, acting pursuant to the provisions of the Louisiana Nonprofit Corporation Law, to-wit, La. Rev. Stat. Ann. §§ 12:201 to 12:269, she does hereby organize a nonprofit corporation under and in accordance with these Articles of Incorporation, as follows:

ARTICLE I

The name of the corporation is **PILOTS FOR PATIENTS** [the "Corporation"].

ARTICLE II

This Corporation is organized and it shall be operated exclusively for the purpose of **providing air transportation to individuals, nonprofit organizations, and government agencies for humanitarian purposes, using privately owned aircraft with no compensation for the pilots or the use of their aircraft, including, but not necessarily limited to the transportation of patients, blood, tissue, organs, medical supplies, or other allied persons and equipment for charitable medical purposes as well as transportation of persons and material in connection with disaster and emergency relief.** Under no circumstances shall any of the net earnings or assets of the Corporation inure or be distributed to the benefit of its members, directors, 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 this Article II. The Corporation shall neither participate in, nor intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law); or, (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE III

The Corporation shall enjoy perpetual corporate existence, unless sooner dissolved in accordance with law.

ARTICLE IV

The location of the Corporation's registered office is:

**3127 Mercedes Drive
Monroe, LA 71201**

ARTICLE V

The name and address of the Corporation's registered agent is:

**Lawrence M. Lehmann
400 Poydras St., Suite 2050
New Orleans, LA 70130**

ARTICLE VI

The Corporation shall be a non-profit membership corporation and shall have no capital stock. Any person 18 years of age or older may, upon application, be elected to membership by the Board of Directors. The Corporation shall be operated and maintained by such membership dues and assessments and endowments as the Board of Directors shall determine to be necessary or acceptable for the proper functioning of the Corporation.

ARTICLE VII

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the District Court for the Parish in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII

The amount of the levy and the method of collection of fees, dues and/or assessments, if any, shall be fixed by the Board of Directors from time to time. Membership shall be cancelled for failure to pay fees, dues, and/or assessments after reasonable notice from the Board of Directors.

ARTICLE IX

This corporation is organized on a nonstock membership basis with one class of membership. The names and addresses of the initial members are as follows:

Lawrence M. Lehmann
400 Poydras St., Ste. 2050
New Orleans, LA 70130

Philip M. Thomas
3127 Mercedes Drive
Monroe, LA 71201

ARTICLE X

The powers of this Corporation shall be exercised by the Board of Directors, which shall consist of no fewer than three and no more than fifteen members in good standing of the Corporation elected at every second annual meeting. Directors shall serve for two years, and until their successors are chosen and have qualified. The initial Directors shall be:

- | | |
|--|--|
| 1. Lawrence M. Lehmann
400 Poydras St., Ste. 2050
New Orleans, LA 70130 | 2. Dashka Roth Lehmann
400 Poydras St., Ste. 2050
New Orleans, LA 70130 |
| 3. Philip M. Thomas
3127 Mercedes Drive
Monroe, LA 71201 | 4. Sharon P. Thomas
3127 Mercedes Drive
Monroe, LA 71201 |
| 5. Wayne Petrus
350 Whispering Creek Road
Monroe, LA 71291-6987 | 6. Richard Worthington
1701 Woodhaven Drive
Monroe, LA 71201 |
| 7. William Buck
12630 Newcastle Ave.
Baton Rouge, LA 70816 | 8. Henry M. Butler
2020 Valencia Street
Monroe, LA 71201 |

The annual meeting of the members of the Corporation shall be held during the month of January commencing in the year 2009 at a time and location within the State of Louisiana to be determined by the President and Secretary. Other meetings of members may be called at such times as the Board of Directors shall determine. The form and method of giving notice of meetings shall be set forth in the By-Laws.

ARTICLE XI

All of the corporate powers of the Corporation shall be vested in and exercised by the Board of Directors. The annual meeting of the corporation shall be held each year on the date set by the Board of Directors or when called by the President and Secretary or any two (2) officers of the Corporation. Special meetings of the Directors may be held at such times, under such circumstances, when called by the President and Secretary of any two (2) officers of the Corporation. At every meeting of the Directors of the corporation, each Director shall have one vote and any Director may vote in person or by written proxy given to another Director. Notice of meetings of the Directors may be waived by unanimous consent in writing signed either before or after the meeting. No notice need be given of any meeting of the Directors that is attended in person, or by proxy, by all of the Directors. A majority of the Directors then existing at any time shall constitute a quorum.

The members of the Board of Directors may participate in and hold a meeting of the Board by means of conference telephone or similar communications equipment provided that all

persons participating in the meeting can hear and communicate with each other. Participation in a meeting pursuant to this provision shall constitute presence in person at such meeting, except where a person participates in the meeting for the express purpose of objecting to the transaction of any business on the ground that the meeting is not lawfully called or convened.

The Board of Directors shall have the power to make, amend and repeal By-Laws to govern this Corporation, provided they are in accordance with and do not conflict with these Articles. An amendment altering these Articles may be adopted by a two-thirds interest of the members present at any annual or special meeting of members, the notice of which sets forth the proposed amendment or a summary of the change to be made thereby.

ARTICLE XII

The Board of Directors shall elect a President, Vice President, Treasurer, and Secretary, whose terms shall be for two years.

The first officers of the Corporation are:

President	Philip M. Thomas
Vice President	William Buck
Treasurer	Wayne Petrus
Secretary	Lawrence M. Lehmann

ARTICLE XIII

The incorporators, officers and directors of this Corporation claim the benefits of the limitation of liability of the provisions of La. Rev. Stat. Ann. § 12:24(C) (1968, as amended 1987) to the fullest extent allowed by law as fully and completely as though said provisions were recited herein in full.

ARTICLE XIV

The Corporation's tax identification number is 26-1588177.

THUS DONE AND PASSED in the Parish and State aforesaid, on the day, month and year hereinabove set forth, in the presence of the undersigned competent witnesses and me, Notary, after due reading of the whole.

WITNESSES:

Paula M. Jarreau
Paula M. Jarreau

Shelley A. Martin
Shelley A. Martin, Incorporator
400 Poydras St., Ste. 2050
New Orleans, LA 70130

Rosa R. Harshaw
Rosa R. Harshaw

Lawrence M. Lehmann
Lawrence M. Lehmann, LSBA No. 8286
Notary Public for the
Parish of Orleans, State of Louisiana,
and Attorney at Law
My commission is for life.

**AFFIDAVIT OF ACCEPTANCE OF APPOINTMENT
BY DESIGNATED REGISTERED AGENT**

Corporations Department
Office of the Secretary of State
State of Louisiana
P. O. Box 94125
Baton Rouge, LA 70804-9125

STATE OF LOUISIANA

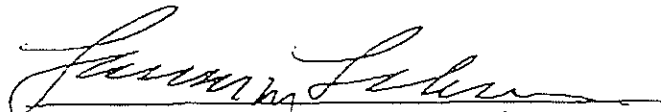
PARISH OF ORLEANS

On the 17th day of December, 2007, before me, a Notary Public in and for the Parish
and State aforesaid,

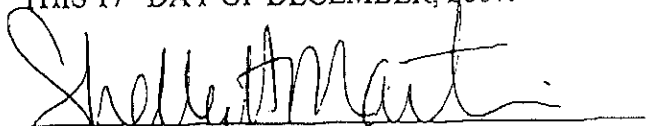
PERSONALLY CAME AND APPEARED:

LAWRENCE M. LEHMANN,

WHO being duly sworn, acknowledged to me, Notary, that he does hereby accept
appointment as the Registered Agent for and on behalf of **PILOTS FOR PATIENTS.**


Lawrence M. Lehmann, Registered Agent

SWORN TO AND SUBSCRIBED BEFORE ME
THIS 17th DAY OF DECEMBER, 2007.


SHELLEY A. MARTIN, LSBA NO. 31251
NOTARY PUBLIC FOR THE
PARISH OF ORLEANS, STATE OF LOUISIANA
MY COMMISSION IS FOR LIFE

Date of this notice: 12-18-2007

Employer Identification Number:
26-1588177

Form: SS-4

Number of this notice: CP 575 E

PILOTS FOR PATIENTS
% PILOTS FOR PATIENTS
3127 MERCEDES DR
MONROE, LA 71201

For assistance you may call us at:
1-800-829-4933

IF YOU WRITE, ATTACH THE
STUB AT THE END OF THIS NOTICE.

WE ASSIGNED YOU AN EMPLOYER IDENTIFICATION NUMBER

Thank you for applying for an Employer Identification Number (EIN). We assigned you EIN 26-1588177. This EIN will identify your business account, tax returns, and documents, even if you have no employees. Please keep this notice in your permanent records.

When filing tax documents, please use the label we provided. If this isn't possible, it is very important that you use your EIN and complete name and address exactly as shown above on all federal tax forms, payments and related correspondence. Any variation may cause a delay in processing, result in incorrect information in your account, or even cause you to be assigned more than one EIN. If this information isn't correct as shown above, please correct it using the tear off stub from this notice and return it to us so we can correct your account.

To receive a ruling or a determination letter recognizing your organization as tax exempt, you should complete Form 1023, Application for Recognition of Exemption, and send it to:

Internal Revenue Service
PO Box 192
Covington, KY 41012-0192

Publication 557, Tax-Exempt Status for Your Organization, is available at most IRS offices or you can download this publication from our website at www.irs.gov. This publication has details on how you can apply.

IMPORTANT REMINDERS:

- * Keep a copy of this notice in your permanent records.
- * Use this EIN and your name exactly as they appear at the top of this notice on all your federal tax forms.
- * Refer to this EIN on your tax related correspondence and documents.

If you have questions, you can call or write to us at the phone number or address at the top of this notice. If you write, please tear off the stub at the end of this notice and send it along with your letter. Thank you for your cooperation.

