



MISSION WINGS INTERNATIONAL, INC

An Ohio Non-Profit Corporation

ARTICLES OF INCORPORATION

ARTICLE I NAME

1.01 Name

The name of this corporation shall be Mission Wings International, Inc. The business of the corporation may be conducted as Mission Wings International, Inc or MissionWings.

ARTICLE II DURATION

2.01 Duration

The period of duration of the corporation is perpetual.

ARTICLE III **PURPOSE**

3.01 Purpose

Mission Wings International, Inc is a faith based non-profit corporation and shall operate exclusively for charitable and educational purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code.

Mission Wings International, Inc is organized to provide disadvantaged people living in remote and isolated areas with medical evacuation flights, humanitarian aid and to provide disaster relief during natural and man-made disasters.

It is also our purpose to provide air transportation services for local churches, ministries and missionaries facilitating their work by saving them time and providing them access into remote locations.

It is our goal to be available to help people, through the use of aviation, during times of extraordinary tribulation and to serve churches, missionaries and other non-profit organizations with air transportation needs.

3.02 Non-Profit

Mission Wings International, Inc is designated as a 501(c)(3) non-profit corporation.

ARTICLE IV **NON-PROFIT NATURE**

4.01 Non-profit Nature

Mission Wings International, Inc is a faith-based organization organized exclusively for charitable and educational purposes including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. No part of the net earnings of Mission Wings International, Inc shall inure to the benefit of, or be distributable to its members, trustees, 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 the purpose clause hereof (paragraph 3.01).

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

Mission Wings International, Inc is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its charitable and educational purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

4.02 Personal Liability

No officer or director of this corporation shall be personally liable for the debts or obligations of Mission Wings International, Inc of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

4.03 Dissolution

Upon termination or dissolution of Mission Wings International, Inc, any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of the Mission Wings International, Inc hereunder shall be selected by the discretion of a majority of the managing body of Mission Wings International, Inc and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against Mission Wings International, Inc by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Ohio.

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a

purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Ohio to be added to the general fund.

4.04 Prohibited Distributions

No part of the net earnings or properties of corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers or other private person or individual, 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 Article III, Section 3.01.

4.05 Restricted Activities

No substantial part of the corporation's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

4.06 Prohibited Activities

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (I) by a corporation exempt from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (II) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE V **BOARD OF DIRECTORS**

5.01 Governance

Mission Wings International, Inc shall be governed by its board of directors.

5.02 Initial Directors

The initial directors of the corporation shall be Jeremy S. Cooper, Anthony Webb, and Gerald Miller.

ARTICLE VI
MEMBERSHIP

6.01 Membership

Mission Wings International, Inc shall have no members. The management of the affairs of the corporation shall be vested in a board of directors, as defined in the corporation's bylaws.

ARTICLE VII
AMENDMENTS

7.01 Amendments

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors then in office.

ARTICLE VIII
ADDRESSES OF THE CORPORATION

8.01 Corporate Address

The address of the corporation is:

Mission Wings International, Inc
735 E Oak St
Orrville, Ohio 44667

The mailing address of the corporation is:

Mission Wings International, Inc
735 E Oak St
Orrville, Ohio 44667

ARTICLE IX
APPOINTMENT OF REGISTERED AGENT

9.01 Registered Agent

The registered agent of the corporation shall be:

Jeremy S Cooper
735 E Oak St
Orrville, OH 44667

ARTICLE X
INCORPORATORS

The incorporators of the corporation are as follow:

Jeremy S Cooper
735 E Oak St, Orrville
Ohio 44667

Anthony Webb
228 Burton Cemetery Rd
Mitchell, Indiana 47446

Gerald Miller
4200 Alabama Ave NW
North Lawrence, Ohio 44666

CERTIFICATE OF ADOPTION
OF ARTICLES OF INCORPORATION

We, the undersigned, do hereby certify that the above stated Articles of Incorporation of Mission Wings International, Inc were approved by the board of directors on 08/07/2018 and constitute a complete copy of Articles of Incorporation of Mission Wings International, Inc

Jeremy S Cooper
735 E Oak St, Orrville, OH 44667

Signature: _____

Anthony Webb
228 Burton Cemetery Rd, Mitchell, Indiana 47446

Signature: _____

Gerald Miller
4200 Alabama Ave NW, North Lawrence, Ohio 44666

Signature: _____

ACKNOWLEDGMENT OF CONSENT
TO APPOINTMENT AS REGISTERED AGENT

I, Jeremy S Cooper, agree to be the registered agent for Mission Wings International, Inc as appointed herein.

Jeremy S Cooper, Registered Agent

Date: _____