

SECRETARY OF STATE



CORPORATE CHARTER

I, DEAN HELLER, Secretary of State of the State of Nevada, do hereby certify that **INTERNATIONAL SOCIETY OF WOMEN AIRLINE PILOTS** did on the **SIXTEENTH** day of **FEBRUARY, 1995** file in this office the original Articles of Incorporation; that said Articles are now on file and of record in the office of the Secretary of State of the State of Nevada, and further, that said Articles contain all the provisions required by the law of said State of Nevada.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, this **SIXTEENTH** day of **FEBRUARY, 1995**.



Dean Heller

Secretary of State

By *Beverly J. Davenport*

Certification Clerk

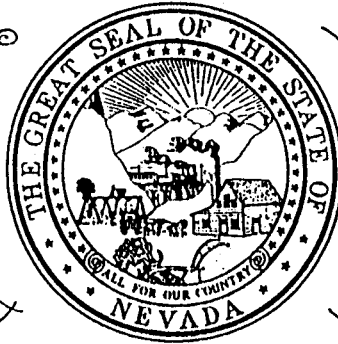
FILED
IN THE OFFICE OF THE
SECRETARY OF STATE OF THE
STATE OF NEVADA

FEB 16 1995

No. 2756-95

John Hill
DEAN HILL, SECRETARY STATE

STATE OF NEVADA



Of State

**CERTIFICATE OF ACCEPTANCE OF APPOINTMENT
BY RESIDENT AGENT**

IN THE MATTER OF INTERNATIONAL SOCIETY OF WOMEN AIRLINE PILOTS
Name of corporation

I, Corporate Services Company
Name of Resident Agent

Street 516 South Fourth Street

Town of Las Vegas, County of Clark, State of

Nevada, hereby accept the appointment as Resident Agent of the above-entitled corporation in accordance with NRS 78.090.

FURTHERMORE, that the principal office in this state is located at Suite _____

Street 516 South Fourth Street

Town of Las Vegas, County of Clark

State of Nevada.

RECEIVED

DEC 16 1994

Secretary of State

IN WITNESS WHEREOF, I have hereunto set my hand this 9th day of December

CORPORATE SERVICES COMPANY by:

1994

John Hill
Manager

[Signature]
Resident Agent

NRS 78.090 Except during any period of vacancy described in NRS 78.097, every corporation shall have a resident agent, who may be either a natural person or a corporation, resident or located in this state, in charge of its principal office. The resident agent may be any bank or banking corporation, or other corporation, located and doing business in this state. . . . The certificate of acceptance must be filed at the time of the initial filing of the corporate papers.

FEB 16 1995

ARTICLES OF INCORPORATION

OF

No. 2756-95 INTERNATIONAL SOCIETY OF WOMEN AIRLINE PILOTS

Dean Heller
DEAN HELLER, SECRETARY OF STATE

The undersigned has voluntarily executed this agreement for the purposes of forming a nonprofit corporation under the laws of the State of Nevada relating to private nonprofit corporations for educational and charitable purposes (NRS 82.021 , et seq., and IRC 501(c)(3)) and to that end hereby adopts Articles of Incorporation as follows:

ARTICLE I

CORPORATE NAME

The name of this corporation shall be INTERNATIONAL SOCIETY OF WOMEN AIRLINE PILOTS, also known as "ISA+21" or "ISA."

ARTICLE II

BUSINESS LOCATION

The location of the Corporation's principal office and place of business in the State of Nevada shall be 516 S. Fourth Street, Las Vegas, Nevada 89125, or at such other place as shall be designated by the Board of Directors of the Corporation, who may hold any and all of their meetings and maintain offices at such place and places, inside or outside the State of Nevada, as the Board of Directors may from time to time determine, and any business transacted at any such meeting, or in any such offices, shall be effective for all purposes as if held at the principal place of business in the State of Nevada.

ARTICLE III

AGENT AND PRINCIPAL OFFICE

The name and address in the State of Nevada of this

Corporation's initial agent for service of process is:

Corporate Services Company
516 South Fourth Street
P.O. Box 7346
Las Vegas, Nevada 89125

ARTICLE IV

BUSINESS PURPOSE

The nature of the business to be transacted, promoted and carried on, and for which the Corporation is formed, is:

- A. To conduct any lawful business, and
- B. This Corporation is organized and operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

C. 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 (b) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

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

ARTICLE V

DIRECTORS (GOVERNING BODY)

The members of the governing board of this Corporation shall be known as directors, and shall be nine (9) in number until changed either by: (a) an amendment to the Articles of

Incorporation of this Corporation, or (b) the adoption of Bylaws, and, from time to time, amendments thereto increasing or decreasing the number of directors, but in no case shall the number of directors be smaller than three (3). The names and addresses of the first Board of Directors are as follows:

Betsy Landon	241 Del Rio Blvd. Boca Raton, FL 33432
Binka Bone	64 College St. Newnan, GA 30263
Kathleen Malone	130 SW 91st Ave, #304 Plantation, FL 33324
Nancy Novaes	222 E. 75th St., #6A New York City, NY 10021
Carolyn Pasqualino	111 Edgewood Circle Rockford, IL 61108
Morgen Greschel-Reeb	39 Lakeview Dr. Montross, VA 22520
Kathleen Wentworth	1180 Millbrae Av. Millbrae, CA 94030-2946
Pam Mitchell	12502 Mission Hill Circle So. Jacksonville, FL 32225
Cindy Shonk-Buhl	HC4, Box 180 E-1 Canyon Lake, TX 78133

The directors of this Corporation shall serve a term of two (2) years, and shall be elected to their term of office according to the rules and regulations of the organization as set forth in the Bylaws of the Corporation, as they exist and may be amended from time to time.

ARTICLE VI

MEETINGS OF THE BOARD

Any action required or permitted to be taken by the Board of Directors of the Corporation under the provisions of the General Corporation Law of Nevada may be taken without a meeting, if all

members of the Board of Directors shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board. Such action by written consent shall have the same force and effect as a unanimous vote of such Directors.

ARTICLE VII

EXISTENCE

This Corporation is to have perpetual existence.

ARTICLE VIII

INCORPORATORS

The name and address of the incorporator of this Corporation is:

Jo Ann Amick
Corporate Services Company
516 S. Fourth Street
P.O. Box 7346
Las Vegas, Nevada 89125.

ARTICLE IX

OFFICER/DIRECTOR LIABILITY

The directors and officers of this Corporation, pursuant to Nevada law, shall enjoy personal immunity from civil claims for any alleged violation of fiduciary duty in connection with their official duties and activities.

ARTICLE X

ON DISSOLUTION

The property of this Corporation is irrevocably dedicated to charitable and educational purposes and no part of the net income or assets of this Corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person. Upon the dissolution or winding up

of the Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this Corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation of the INTERNATIONAL SOCIETY OF WOMEN AIRLINE PILOTS on this 9th day of December, 1994.

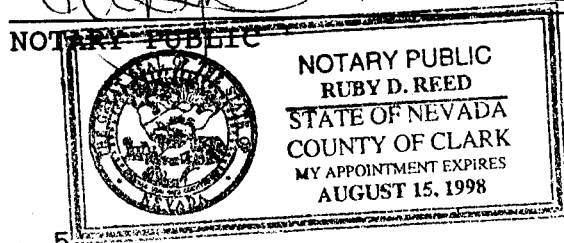
CORPORATE SERVICES COMPANY

By *Jo Ann Amick*
Jo Ann Amick
Incorporator.

STATE OF NEVADA)
) ss
COUNTY OF CLARK)

On this 9th day of December, 1994, before me the undersigned Notary Public, in and for said County and State, appeared Jo Ann Amick, known to me to be the person whose name is subscribed to the foregoing instrument, and who acknowledged to me that she/~~he~~/~~they~~ executed the same freely and voluntarily and for the uses and purposes therein mentioned.

Ruby D. Reed



**STATE OF NEVADA
Secretary of State**

I hereby certify that this is a true and complete copy of the document as filed in this office.

FEB 16 '95

Dean Heller
**DEAN HELLER
Secretary of State**

Beverly B. Bowers