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**FILED**  
In the office of the Secretary of State  
of the State of California  
**JUN 28 2006**

## ARTICLES OF INCORPORATION

OF

## ANGEL WINGS

### *A California Public Benefit Corporation*

**ONE:** The name of this corporation is ANGEL WINGS.

**TWO:** This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law charitable purposes. The specific purposes for which this corporation is organized are to benefit adults and children with developmental disabilities in the Yuba, Sutter and surrounding counties.

**THREE:** The name and address in the State of California of this corporation's initial agent for service of process is:

Kendell Sharess Johnson  
1700 Twisted River Drive  
Marysville CA 95901

**FOUR:** (a) This corporation is organized and operated exclusively for providing housing and skilled care to adults and children with developmental disabilities, within the meaning of Section 501(c)(3) of the Internal Revenue Code.

(b) Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

(c) 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, or in opposition to, any candidate for public office.

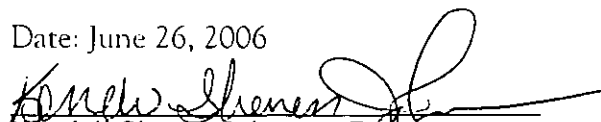
**FIVE:** The names and addresses of the persons appointed to act as the initial Directors of this corporation are:

Name	Address
Kendell Sharess Johnson	1700 Twisted River Drive Marysville CA 95901


**SIX:** The property of this corporation is irrevocably dedicated to charitable purposes, and no part of the net income or assets of the organization shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person.

On the dissolution or winding up of the corporation, its assets remaining after payment of, 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.

Date: June 26, 2006

  
Kendell Sharess Johnson, Director

We, the above-mentioned initial directors of this corporation, hereby declare that we are the persons who executed the foregoing Articles of Incorporation, which execution is our act and deed.

  
Kendell Sharess Johnson, Director