



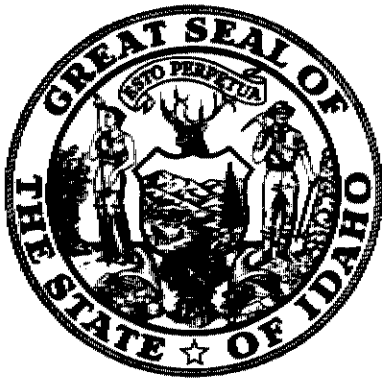
**CERTIFICATE OF INCORPORATION
OF**

CHALLIS AVIATION, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: September 14, 1987



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Sandra Mathews*

ARTICLES OF INCORPORATION
OF
CHALLIS AVIATION, INC.

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The undersigned, acting as incorporator of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation is CHALLIS AVIATION, INC.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The purpose or purposes for which the corporation is organized are: business of fixed base operation together with charter service, fuel sales and other business activities which the directors determine will further the interests of the corporation including all business not forbidden by law.

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is 100, one class, no par value.

ARTICLE V

There are no provisions denying preemptive rights.

ARTICLE VI

Provisions for the regulation of the internal

affairs of the corporation are the By-Laws of the corporation.

ARTICLE VII

The address of the initial registered office of the corporation is Route #2, Twin Falls Airport, Twin Falls, Idaho, and the name of its initial registered agent at such address is Kenneth L. Owings.

ARTICLE VIII

The number of directors constituting the initial board of directors of the corporation is one (1), and the name and address of the person who is to serve as director until the first annual meeting of shareholders or until their successors are elected and shall qualify is:

<u>NAME</u>	<u>ADDRESS</u>
Kenneth L. Owings	Route 2, Twin Falls Airport, Twin Falls, Idaho 83301

ARTICLE IX

The name and address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Kenneth L. Owings	Route 2, Twin Falls Airport, Twin Falls, Idaho 83301

DATED 9-11 1987.


KENNETH L. OWINGS