



Department of State.

**CERTIFICATE OF INCORPORATION
OF**

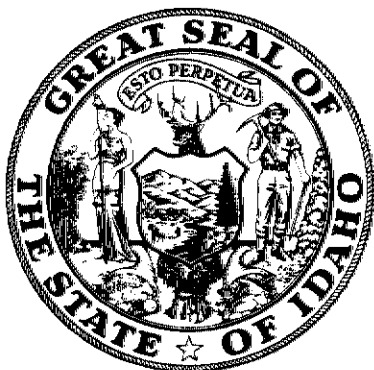
LITTLE GEM FLYERS, INC.

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 **LITTLE GEM FLYERS,
INC.**

duly signed pursuant to the provisions of the Idaho Nonprofit 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 November 15, 19 85.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

ARTICLES OF INCORPORATION

of
LITTLE GEM FLYERS, INC.

The undersigned, acting as incorporators of a Non-Profit corporation under the Idaho Non-Profit Corporation Act, adopt the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is LITTLE GEM FLYERS, INC.

SECOND: This corporation is a non-profit corporation.

THIRD: The period of its duration is perpetual.

FOURTH: The purpose or purposes of for which the corporation is formed are:

This corporation is organized for the purpose of owning and maintaining an airplane for its members to fly.

FIFTH: The corporation shall have members.

SIXTH: The management of the affairs of the corporation is vested in the Board of Directors of the corporation.

SEVENTH: The street address of the corporation's initial registered office is 210 West Main Street, Post Office Box 521, Emmett, Idaho 83617, and the name of its initial registered agent at such address is JAMES A. LITTLE.

EIGHTH: The names and addresses of the directors constituting the initial Board of Directors are as follows:

DIRECTOR	ADDRESS
DOUGLAS E. SCARLETT	1400 N. Washington Avenue Emmett, Idaho 83617
MAURICE W. SANDERS, JR.	2950 East 12th Street Emmett, Idaho 83617
BASIL D. HARRISON	8880 Craydon Drive Boise, Idaho 83704

NINETH: The name and street address of each incorporator is as follows:

INCORPORATOR	ADDRESS
JAMES A. LITTLE	210 West Main Street Emmett, Idaho 83617
DAVID B. SHAW	802 South Plaza Road Emmett, Idaho 83617

DATED: November 14, 1985

James A. Little
David B. Shaw