

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

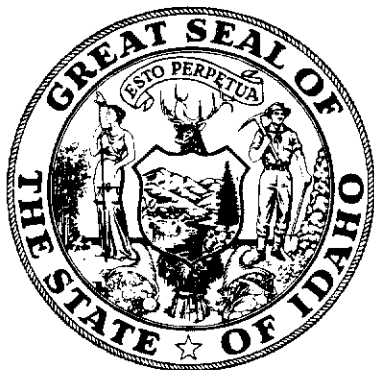
COMANCHE 58P CORPORATION

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 COMANCHE 58P CORPORATION

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 June 30, 19 87.



Pete T. Cenarrusa
SECRETARY OF STATE

Corporation Clerk

NONPROFIT
ARTICLES OF INCORPORATION
OF
COMANCHE 58P CORPORATION

JUN 30 3 17 PM '87
SECRETARY OF STATE

The undersigned, acting as the incorporators of a nonprofit corporation under the provisions of Idaho law, Title 30, Chapter 3, adopt the following Articles of Incorporation:

ARTICLE I
Name

The name of this corporation is Comanche 58P Corporation.

ARTICLE II
Duration

The period of its duration is perpetual.

ARTICLE III
Purpose

The corporation is organized exclusively for social, pleasure and recreational purposes within the meaning of § 501(c)(7) of the Internal Revenue Code of 1954, as amended (the "Code") and is established as a non-profit corporation. The social and recreational purposes are intended to promote interest in general aviation.

ARTICLE IV
Powers

The corporation shall have all powers granted by law necessary and proper to carry out its the purposes stated above, consistent with its qualification under § 501(c)(7) of the Code.

ARTICLE V
Bylaws

Provisions for the regulation of the internal affairs of the corporation shall be set forth in the bylaws of the corporation, which the members are expressly authorized to make, alter and repeal.

ARTICLE VI
Limitations on Powers

In establishing this corporation, the incorporators intend to obtain the full benefit of tax exemptions to which the corporation may be entitled under the Code, including, but not

limited to, a tax exemption under § 501(a) of the Code as a corporation described in § 501(c)(7) of the Code. Accordingly, the corporation shall be managed in a manner consistent with the incorporators' intent. Without limiting the generality of the foregoing, the corporation shall:

1. Not distribute any of its income by dividend or otherwise to any member or officer, but may pay reasonable compensation directly or by providing credits for amounts owed to members or officers performing services on behalf of the corporation.

2. Not engage in any act of self-dealing as defined in § 4941(d) of the Code;

3. Not retain any excess business holdings as defined in § 4943(c) of the Code;

4. Not make any investments in such manner as to subject the corporation to tax under § 4944 of the Code;

5. Not make any taxable expenditures as defined in § 4945(d) of the Code;

6. Not devote any of its activities to attempting to influence legislation; and

7. Not directly or indirectly participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

8. Not make its aircraft or any other asset available to the general public or otherwise engage in any business operations.

ARTICLE VII Dissolution

In the event of dissolution, the net assets of the corporation shall be distributed only to its existing members in proportion to their relative percentage of ownership.

ARTICLE VIII Registered Agent

The address of the initial registered office of the corporation is 404 Bald Mountain Road, Ketchum, Idaho, 83340 and the name of its initial registered agent at that address is Mr. Larry Gullickson.

ARTICLE IX
Management by Members

The management of the affairs of the corporation is to be vested in its members. Each member shall be issued a certificate by the corporation evidencing his membership and ownership rights.

ARTICLE X
Incorporators


The names and addresses of the incorporators are:

<u>Name</u>	<u>Address</u>
Larry Gullickson	404 Bald Mountain Road Ketchum, Idaho 83340
Marc Robinson	5350 South Kenyon Seattle, WA 98118
Bruce W. Hilyer	18410 - 16th N.W. Seattle, WA 98177


ARTICLE XI
Assessments

Periodic assessments on all members equally for maintenance, improvements and other expenses related to the operation of the aircraft may be imposed by a majority of the membership after a meeting or otherwise by approved resolution. Failure to pay any assessments so imposed shall result in automatic suspension of all membership rights including use of all corporate property and aircraft, and a failure to pay assessments for more than 90 days may result in a forfeiture of membership, as determined in the discretion of a majority of the members.


INCORPORATORS:



Larry Gullickson



Marc Robinson



Bruce W. Hilyer

CONSENT TO APPOINTMENT AS REGISTERED AGENT

I, Larry Gullickson, hereby consent to serve as registered agent, in the state of Washington, for the corporation named in these articles of incorporation. I understand that, as agent for the corporation, it will be my responsibility to receive service of process in the name of the corporation; to forward all mail to the corporation; and to immediately notify the office of the Secretary of State in the event of my resignation or of any change in the registered office address of the corporation for which I am agent.

6/29/87

Date



Larry Gullickson
404 Bald Mountain Road
Ketchum, Idaho 83340