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# State of Idaho

## Department of State

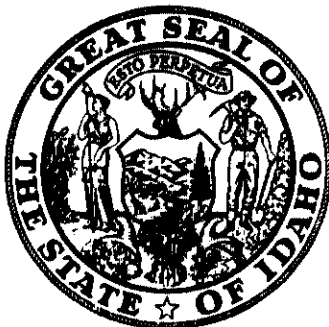
### CERTIFICATE OF INCORPORATION OF

### CINDER BUTTE CENTURION 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 CINDER BUTTE CENTURION 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: April 20, 1994



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By

*Alma S. [Signature]*

**ARTICLES OF INCORPORATION  
OF**

**CINDER BUTTE CENTURION CORPORATION**

APR 20 9 15 AM '94  
SECRETARY OF STATE

**KNOW ALL PERSONS BY THESE PRESENTS:**

That we, Hans-Wolfgang Chi, Michael T. Drotter, Jeffery D. Staffon, and Sandra W. Storhok, of Idaho Falls, Idaho, being of persons of full age and citizens of the United States of America, do hereby, as incorporators thereof, form a corporation under the provisions of the laws of the State of Idaho and we do hereby adopt articles of incorporation of such corporation as follows:

**ARTICLE I**

That the name of said corporation is:

**CINDER BUTTE CENTURION CORPORATION**

**ARTICLE II**

That the purposes of which said corporation is formed are as follows:

To purchase or otherwise acquire, and to maintain for the pleasure and use of the members, or nonmembers designated by the members, one or more airplanes and the necessary facilities for the maintenance of the same.

To own, lease, purchase, hold and have, use and take possession of and enjoy, in fee, real or personnel property, whether located within or out of the State of Idaho, necessary for the uses and purposes of the corporation, and to sell, lease, alien or dispose of the same at the pleasure of the corporation, and for uses and purposes for which the corporation is formed.

To enter into contracts or obligations of any type or kind essential, necessary or proper to the transaction of its ordinary affairs, or for purposes of the corporation.

That this corporation is one which does not contemplate pecuniary gain or profit to the members thereof, and is organized pursuant to the provisions of Section 30-1117A, Idaho Code.

**ARTICLE III**

That the duration of said corporation shall be perpetual. Should said corporation be dissolved, all assets shall be dispersed as described in the Bylaws.

**ARTICLE IV**

That the registered agent of said corporation in the State of Idaho is Jeffery D. Staffon.

That the registered office of said corporation in the State of Idaho, shall be located at Idaho Falls, in the County of Bonneville, at 855 Brandon Drive. The registered agent, branch offices or places of business of said corporation may be hereafter established at any other place either with or without the State of Idaho whenever necessary in the judgment of the Board of Directors for the proper prosecution of the objects and purposes of said corporation.

#### **ARTICLE V**

That the activities and affairs of the corporation shall be managed by a Board of Directors. The number of directors which shall constitute the whole Board shall be such as from time to time shall be fixed by, or in the manner provided in, the Bylaws. The Bylaws shall specify the number of directors necessary to constitute a quorum. The corporation may elect such officers as the Bylaws may specify, subject to the provisions of the Statute, who shall have titles and exercise such duties as the Bylaws may provide.

#### **ARTICLE VI**

That the qualifications, term of office, manner of election, time and place of meeting and powers and duties of the Directors of this corporation shall be proscribed by the Bylaws;

That the Directors of the Corporation shall have the power authority to alter, repeal and amend the Bylaws, and adopt new Bylaws, of the Corporation, in the manner fixed by the Bylaws of the Corporation.

#### **ARTICLE VII**

Corporations, associations, co-partnerships, as well as persons, may become members of this corporation, and the rights and interests of all members shall be equal. No capital stock shall be issued by this corporation, but membership certificates or shares shall be issued to each member which certificates may be transferable as specified in the Bylaws.

#### **ARTICLE VIII**

The corporation shall adopt Bylaws, which may, in addition to other provisions prescribed by law, provide for:

1. The number and qualifications of members and the terms and conditions of admission.
2. The time, mode, condition and effect of expulsion or withdrawal from and of restoration to membership.
3. Fees for admission, assessments, or dues to carry on the business and purposes of the corporation and reimbursements for services rendered and expenses incurred by the corporation for its members; the time of payment and the manner of collecting the amounts due and for forfeiture of the interest of a member in the

corporation for non-payment equals payment thereof.

4. Other regulations not repugnant to the laws of the State of Idaho or the objects of the corporation.

#### **ARTICLE IX**

That the private property of the members of this corporation shall not be liable for any of its corporate debts.

This corporation is not organized for and shall not be conducted for the purpose directly or indirectly of fixing the price or regulating the production of any article of commerce or produce of the soil or consumption by the people.

#### **ARTICLE X**

That the names and Post Office addresses of the initial directors, incorporators, and members of said corporation, who have subscribed to these Articles of Incorporation, are as follows:

Hans-Wolfgang Chi

2710 Waterford Ct.  
Idaho Falls, Idaho 83404

Michael T. Drotter

441 N. Woodruff Ave Apt #2  
Idaho Falls, Idaho 83401

Jeffery D. Staffon

855 Brandon Drive  
Idaho Falls, Idaho 83402

Sandra W. Storhok


2290 S. Bellin Rd.  
Idaho Falls, Idaho 83402

#### **ARTICLE XI**


That the corporation may amend, alter, add to, change, or repeal any provision contained in these Articles of Incorporation in the manner provided by law.

IN WITNESS WHEREOF, We have hereunto set our hands this 19 day of April, 1994.

  
Hans-Wolfgang Chi

  
Michael T. Drotter

  
Jeffery D. Staffon

  
Sandra W. Storhok

STATE of IDAHO

County of Bonneville

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On this 19th day of April, 1994, before me the undersigned, a Notary Public in and for said State, personally appeared Hans-Wolfgang Chi, Michael T. Drotter, Jeffery D. Staffon, and Sandra W. Storhok, known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, the day and year in this certificate first above written.



Notary Public for Idaho  
Residing at Idaho Falls, Idaho  
My Commission Expires: