

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

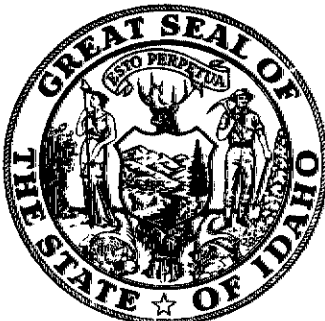
HARPER AVIATION, INC.

File number C 107976

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: October 12, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By

[Signature]

ARTICLES OF INCORPORATION
OF
HARPER AVIATION, INC.

08/12 12 51 PM '94
SECRETARY OF STATE

THE UNDERSIGNED, a natural person of lawful age, does hereby adopt the following Articles of Incorporation for the purpose of forming a corporation pursuant to the Idaho Business Corporation Act.

ARTICLE I

The name of the corporation is: Harper Aviation, Inc.

ARTICLE II

The duration of the corporation shall be perpetual.

ARTICLE III

The purpose for which the corporation is organized is any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

ARTICLE IV

The aggregate number of shares the corporation will have authority to issue is one million (1,000,000) shares of \$0.01 par value per share common stock.

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ARTICLE V

Shareholders shall have no preemptive rights to obtain or acquire any additional shares of the corporation.

ARTICLE VI

Each outstanding share of stock of the corporation shall be entitled to one vote on each matter submitted to a vote of shareholders. Cumulative voting shall not be allowed for any purpose, including the election of directors.

ARTICLE VII

The address of the initial registered office of the corporation is: 485 Mango Drive, Eagle, Idaho 83616. The name of the initial registered agent of the corporation at such address is: Richard P. Harper.

ARTICLE VIII

The number of directors of the corporation shall be that number determined in the manner provided in the Bylaws of the corporation. The initial board of directors shall be three in number. The names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and qualified are:

Richard P. Harper
317 Yellow Pine Place
Eagle, ID 83616

Linda D. Harper &
Jerry V. Clifford
1325 Harrison Avenue
Redwood City, CA 94062

ARTICLE IX

The name and address of the incorporator is:

Richard P. Harper
317 Yellow Pine Place
Eagle, Idaho 83616

ARTICLE X

To the full extent permitted by law, no director shall be liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, provided that this provision shall not eliminate or limit the liability of a director (a) for any breach of a director's duty of loyalty to the corporation or its stockholders, (b) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (c) as provided for under Section 30-1-48, Idaho Code, or (d) for any transaction from which the director derived an improper personal benefit.


ARTICLE XI

To the full extent permitted by law, the corporation shall, and is hereby obligated to, indemnify any person, or the heirs, executors, or administrators of such person, who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative, by reason of the fact that such person is or was a director, officer, employee, or agent of the corporation, or is or was serving at the request of the corporation

as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise. Prior to making any indemnification, the corporation shall make, or cause to be made, such determinations or decisions, following such procedures or methods, as are required by law.

Dated: 12 OCT 94

INCORPORATOR:



Richard P. Harper