

State of Idaho

Department of State

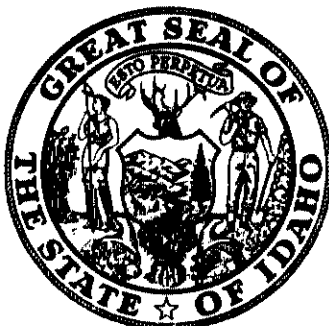
CERTIFICATE OF INCORPORATION OF

AIR ADAGER, 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 9, 1992



Pete T. Cenarrusa
SECRETARY OF STATE

By *Lynette Dunsen*

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**ARTICLES OF INCORPORATION
OF
AIR ADAGER, INC.**

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

I.

The name of the corporation is Air Adager, Inc.

II.

The period of its duration is perpetual.

III.

The purpose or purposes for which the corporation is organized are the transaction of any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act including, without limitation, owning and operating an aircraft for hire.

IV.

The street and mailing addresses of the initial registered office of the corporation are 180 1st Street West, Ketchum, Idaho and P. O. Box 2358, Sun Valley, Idaho 83353, respectively, and the name of its initial registered agent at such addresses is Rene Woc.

V.

The aggregate number of shares which the corporation shall have authority to issue is 10,000 shares, all of which shall be common stock with a par value of \$1.00 per share, to be held, sold, and paid for at such time and in such manner as the Board of Directors may from time to time determine.

VI.

The number of directors constituting the initial Board of Directors of the corporation is one. The name and mailing address of the person who is to serve as director until the first

annual meeting of shareholders, or until his successor is elected and shall qualify, is:

NAME

Rene Woc

MAILING ADDRESS

P.O. Box 30
Sun Valley, ID 83353

VII.

The name and mailing address of the Incorporator is:

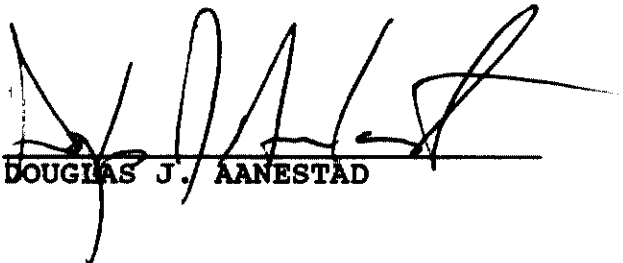
NAME

Douglas J. Aanestad

MAILING ADDRESS

P.O. Box 987
Ketchum, ID 83340

DATED this 8th day of September, 1992.

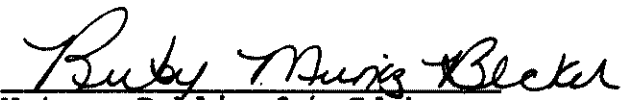

DOUGLAS J. AANESTAD

STATE OF IDAHO)

County of Blaine)

ss.

I, Ruby Marie Becker a notary public, do hereby certify that on this 8th day of September, 1992, personally appeared before me Douglas J. Aanestad, who, being by me first duly sworn, declared that he is the Incorporator of Air Adager, Inc. that he signed the foregoing document as Incorporator of the corporation, and that the statements therein contained are true.


Notary Public for Idaho
Residing at: Hailey, ID
Commission expires: 4/7/93

rb\dja\airadagr.inc
September 8, 1992