

State of Idaho

Office of the Secretary of State

**CERTIFICATE OF REGISTRATION
OF
BUTLER AMERICA AEROSPACE, LLC**

File Number W 186818

I, LAWRENCE DENNEY, Secretary of State of the State of Idaho, hereby certify that an application for Foreign Registration Statement, duly executed pursuant to the provisions of the Idaho Uniform Business Organization Code, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Registration to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: August 3, 2017



Lawrence Denney
SECRETARY OF STATE

By _____

[Signature]



FOREIGN REGISTRATION STATEMENT

Title 30, Chapter 21, Idaho Code

Filing fee: \$100 typed, \$120 not typed

Complete and submit the form in duplicate.

2017 AUG -3 PM 2:26

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the entity is: Butler America Aerospace, LLC
2. The name which it shall use in Idaho is: _____
(Enter a name here, only if you are required to adopt an alternate name)
3. Select the type of entity you wish to register:

| | |
|---|--|
| <input type="checkbox"/> Business Corporation | <input type="checkbox"/> General Partnership |
| <input type="checkbox"/> Nonprofit Corporation | <input type="checkbox"/> General Cooperative Association |
| <input type="checkbox"/> Limited Liability Partnership | <input type="checkbox"/> Limited Partnership (Including a limited liability limited partnership) |
| <input checked="" type="checkbox"/> Limited Liability Company | <input type="checkbox"/> Statutory Trust, Business Trust, or Common-law Business Trust |
- ☐ Other: _____
(Use "Other" only if your foreign entity type is not listed above, and enter the type here.)
4. Jurisdiction of formation: Delaware
(Provide the domestic jurisdiction where the entity was formed)
5. The address of its principal office is:
3820 State Street Suite B, Santa Barbara, CA 93105
(Street Address)

(Mailing Address, if different)
6. The address of its domestic principal office (if required by the laws of the jurisdiction of formation) is:
3411 SILVERSIDE ROAD TATNALL BUILDING STE 104, WILMINGTON, DE 19810
(Street Address)

(Mailing Address, if different)
7. The mailing address to which correspondence should be addressed, if different from item 5, is:

(Address)
8. Name and street address of registered agent in Idaho:
Corporate Creations Network Inc. 950 W. Bannock Street #1100, Boise, ID 83702
(Name) (Address)
9. The name, capacity, and mailing address of at least one governor:

| | | |
|-----------------------|----------------|---|
| <u>Rob Olson</u> | <u>Manager</u> | <u>3820 State Street Suite B, Santa Barbara, CA 93105</u> |
| (Name) | (Capacity) | (Address) |
| <u>Steve Sorensen</u> | <u>Manager</u> | <u>3820 State Street Suite B, Santa Barbara, CA 93105</u> |
| (Name) | (Capacity) | (Address) |

Typed Name: Colleen Ward

Signature: _____

Capacity: Attorney-in-fact

Secretary of State use only

IDAHO SECRETARY OF STATE

08/03/2017 05:00

CK: PREPAID CT: 221028 BH: 1596658

1@ 100.00 = 100.00 FOR REG ST #2

1@ 20.00 = 20.00 EXPEDITE C #3

WIS82818

Limited Power of Attorney

The undersigned Officer of Butler America Aerospace, LLC, a Delaware entity ("the Company"), appoints Colleen Ward as attorneyinfect(s) for the Company and its subsidiaries for the limited purposes authorized in this Limited Power of Attorney. Donna Harrison, Special Manager grants to the attorneyinfect the power to execute the documents necessary to change the registered agent, change of address, amendments, fictitious name registrations, fictitious name renewals, qualifications, annual reports, amended annual reports, initial reports, obtain tax clearance/compliance certificate(s), withdraw, dissolve, reinstate, convert or form the Company and its subsidiaries. The named individuals shall act in such office and with such authority as is required to effect the changes contemplated in this Limited Power of Attorney.

This Limited Power of Attorney expires on the earlier of (a) the filing of change of registered agents and/or change of address and/or amendments and/or fictitious name registrations and/or fictitious name renewals and/or qualifications and/or annual reports and/or amended annual reports and/or initial reports and/or withdraw and/or dissolve and/or formations and/or reinstate for the Company and its subsidiaries or (b) six months after the Effective Date set forth below. The Company may revoke this Power of Attorney at any time by written notice to Corporate Creations, 11380 Prosperity Farms Road #221E, Palm Beach Gardens, FL 33410.

The undersigned has executed this Limited Power of Attorney effective as of this 3rd day of August, 2017.

Butler America Aerospace, LLC


By:  _____

Name: Donna Harrison

Title: Special Manager

STATE OF FLORIDA
COUNTY OF PALM BEACH

Subscribed and sworn to before me this 3rd day of August, 2017.

 _____

Notary Public



Karen Montano
NOTARY PUBLIC
STATE OF FLORIDA
Comm# FF911585
Expires 8/20/2019

Delaware

The First State

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I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BUTLER AMERICA AEROSPACE, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SECOND DAY OF AUGUST, A.D. 2017.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "BUTLER AMERICA AEROSPACE, LLC" WAS FORMED ON THE TWENTY-SECOND DAY OF JUNE, A.D. 2016.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.



6076775 8300

SR# 20175541591

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature in black ink, appearing to read "JBULLOCK", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

Authentication: 202992195

Date: 08-02-17