



CERTIFICATE OF INCORPORATION
OF

ECLIPSE EXPEDITIONS, 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:

November 19, 1990



SECRETARY OF STATE

by:

RECEIVED
SEC. OF STATE

ARTICLES OF INCORPORATION '90 NOV 19 AM 8 58
OF
ECLIPSE EXPEDITIONS, INC.

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

FIRST: The name of the corporation is **ECLIPSE EXPEDITIONS, INC.**

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are the transaction of any and all business for which corporations may be incorporated under the Idaho Business Corporation Act.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is 100,000 shares, without par value.

FIFTH: Provisions denying preemptive rights are: None.

SIXTH: Provisions for the regulation of the internal affairs of the corporation are: None.

SEVENTH: The address of the initial registered office of the corporation is 506 N. Second Avenue, Sandpoint, Idaho 83864 and the name of its initial registered agent at such address is James T. Diehl.

EIGHTH: The number of directors constituting the initial board of directors of the corporation is four (4), and 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 shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>
Wayde Ferguson	7514 18th Avenue N.W. Seattle, WA 98117
Gloria Ferguson	7514 18th Avenue N.W. Seattle, WA 98117

Bonnie Nobori

P.O. Box 155
Ashford, WA 98304

Daniel Clemens

31330 N.E. 178th Place
Duvall, Washington 98019

NINTH: The names and addresses of the incorporators are:

<u>NAME</u>	<u>ADDRESS</u>
Wayde Ferguson	7514 18th Avenue N.W. Seattle, WA 98117
Gloria Ferguson	7514 18th Avenue N.W. Seattle, WA 98117
Bonnie Nobori	P.O. Box 155 Ashford, WA 98304
Daniel Clemens	31330 N.E. 178th Place Duvall, Washington 98019

DATED this 10th day of November, 1990.


WAYDE FERGUSON


GLORIA FERGUSON


BONNIE NOBORI

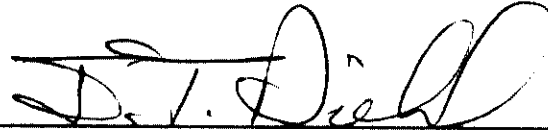

DANIEL CLEMENS

TAS/rt 3696K f/11/8/90

CONSENT TO SERVE AS REGISTERED AGENT

I, James T. Diehl, hereby consent to serve as Registered Agent, in the state of Idaho, for the following corporation: Eclipse Expeditions, Inc. 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 changes in the registered office address of the corporation for which I am agent.

11/9/90
(Date)



JAMES T. DIEHL
Registered Agent
Address of Registered Office:
506 North Second,
Sandpoint, ID 83864

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