

## Department of State.

### CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the original of the articles of incorporation of

FLYING RESORT RANCHES, INC.

was filed in the office of the Secretary of State on the Sixth day  
of March A. D. One Thousand Nine Hundred Sixty-one and  
is duly recorded on Film No. 114 of Record of Domestic Corporations, of the State  
of Idaho, and that the said articles contain the statement of facts required by Section 30-103 and  
Sections 30-1001 to 30-1005, inclusive, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and  
successors are hereby constituted a corporation, by the name hereinbefore stated, for  
perpetual existence from the date hereof, with its registered office in this State located at  
Rupert in the County of Minidoka,  
and as such are subject to the rights, privileges and limitations granted to Non-Profit Coopera-  
tive Associations as provided in Chapter 10, Title 30, Idaho Code.

IN TESTIMONY WHEREOF, I have hereunto  
set my hand and affixed the Great Seal of the  
State. Done at Boise City, the Capital of Idaho,  
this 6th day of March,  
A.D., 19 61.

Secretary of State.

ARTICLES OF INCORPORATION

OF

FLYING RESORT RANCHES, INC.

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KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, all of whom are of full age, citizens of the United States, and residents of the State of Idaho, have this day voluntarily associated ourselves together for the purpose of forming a non-profit cooperative association under Title 30, Chapter 10 of the Laws of the State of Idaho, and we do hereby certify:

First: That the name of said non-profit cooperative association is, and shall be, FLYING RESORT RANCHES, INC.

Second: That the purposes for which this non-profit cooperative association is formed are as follows:

(a) To lease, purchase, hold, have, use and take possession of and enjoy in fee simple or otherwise, any personal or real property necessary for the uses and purposes of the cooperative and to sell, lease, deed of trust, alien or dispose of the same at the pleasure of the cooperative and for the uses and purposes for which said cooperative is formed and to buy and sell real or personal property and to apply the proceeds of sale including any and all income to the uses and purposes of the cooperative.

(b) To cultivate social intercourse among its members, promote their welfare and enhance their happiness.

(c) This cooperative is one which does not contemplate pecuniary gain or profit to the members thereof.

Third: That the principal place of business of said cooperative is to be in the City of Rupert, County of Minidoka, State of Idaho.

Fourth: That the term for which said cooperative is to exist is perpetual.

Fifth: That the names and addresses of the directors who are appointed and will serve until the election of such directors, are as follows:

- Robert Burggraf, 140 East 23rd Street, Idaho Falls, Idaho
- Dan Howarth, 219 East Main Street, Burley, Idaho
- J. A. Bauer, Highway 30, Paul, Idaho
- W. H. McNeal, 495 Tendoy Drive, Idaho Falls, Idaho
- Keith Holmes, Route 2, Burley, Idaho
- Golden T. Grigg, 1534 Hansen Avenue, Burley, Idaho
- Martin W. Rust, II, 2815 Madison Avenue, Boise, Idaho
- W. J. Carrier, 1901 Conant Avenue, Burley, Idaho
- Lawrence H. Duffin, 920 10th Street, Rupert, Idaho


The number of persons named above shall constitute the number of directors of the cooperative until the first meeting of the incorporators of this cooperative, and thereafter, such number shall be determined by the By-Laws of the cooperative.


Sixth: All membership certificates shall be issued as fully paid and non-assessable and the holders thereof shall not be liable to the cooperative or any other person in respect thereto.

Seventh: That the authorized number and qualifications of members of this cooperative, the different classes of membership, if any, the property, voting and other rights and privileges of each class of membership, and the liability of each or all classes to dues or assessments, and the method of collection thereof, shall be set forth in the By-Laws of this cooperative; that there shall be issued to each member a certificate of membership, which certificate can only be assigned to a transferee thereof by resolution of the Board of Directors and under such regulations as the By-Laws may prescribe and corporations, associations and co-partnerships, as well as persons, may become members of this cooperative in accordance with such By-Laws.

Eighth: That the By-Laws of this cooperative shall be adopted by the directors named in the Articles of Incorporation and may thereafter be amended or repealed by any means provided in the By-Laws.

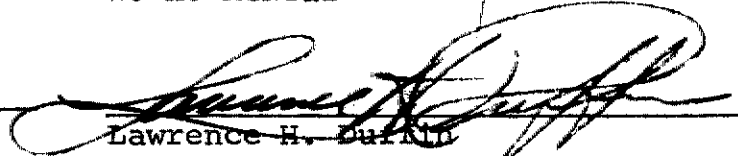
IN WITNESS WHEREOF, the incorporators have hereunto set their hands this 2<sup>nd</sup> day of March, 1961.

  
Golden T. Grigg

  
W. J. Carrier

  
W. H. McNeal

  
Keith Holmes

  
Lawrence H. Duffin

STATE OF IDAHO                    )  
                                      ) ss.  
County of Minidoka                )

On this 2nd day of March, 1961, before me, the under-  
signed Notary Public in and for said State, personally appeared  
GOLDEN T. GRIGG, W. J. CARRIER, W. H. McNEAL, LAWRENCE H. DUFFIN  
and KEITH HOLMES, known to me to be the persons whose names are  
subscribed to the foregoing 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 first above written.

(Seal)

Levi E. Stephenson  
Notary Public  
Residing at Rupert, Idaho  
My Commission Expires 12-1-61