



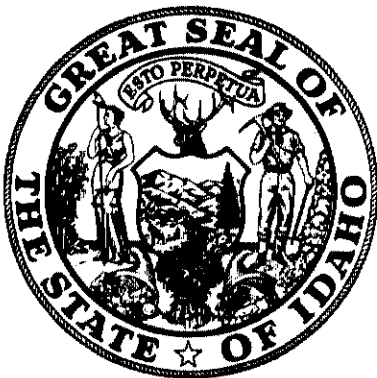
**CERTIFICATE OF INCORPORATION
OF**

NEELEY'S FLYING SERVICE, 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: February 25, 1991



Pete T. Cenarrusa

SECRETARY OF STATE

by:

Elizabeth M. Balala

RECEIVED
SEC. OF STATE

ARTICLES OF INCORPORATION

OF

NEELEY'S FLYING SERVICE, INC.

'91 FEB 25 AM 9 01

I, the undersigned, being the natural person of full age, and citizen of the United States or of its territories or possessions, have this day executed these Articles for the purpose of forming a private corporation under the laws of the State of Idaho and to that end hereby adopt these Articles of Incorporation as follows:

ARTICLE ONE
NAME OF THE CORPORATION

The name of the corporation is NEELEY'S FLYING SERVICE, INC.

ARTICLE TWO
PURPOSE OF INCORPORATION

The nature of the business and the objects and purposes to be transacted, promoted, and carried on by the corporation are to do any and all of the things herein mentioned as fully and to the same extent as a natural person might or could do in any part of the world as follows:

To transact any and all lawful business for which corporations may be incorporated under the "Idaho Business Corporation Act" as it is presently constituted or may hereinafter be amended.

ARTICLE THREE
DURATION

The duration of the corporation is perpetual.

ARTICLE FOUR
REGISTERED AGENT AND REGISTERED OFFICE

The initial registered agent of the corporation shall be JUD NEELEY, and the initial registered office shall be located at 16695 East 5000 North, Rexburg, Madison County, Idaho, 83440.

ARTICLE FIVE
STOCK

The total number of par value shares which the corporation shall have authority to issue is 50,000 shares each having a par

value of \$1.00. The aggregate par value of the total authorized number of par value shares is \$50,000.00. There are no authorized shares without par value.

The stock of the corporation is divided into 50,000 shares of a single stock class, each share having equal rights and each share having one vote. All stock when fully paid for shall be non-assessable.

ARTICLE SIX BOARD OF DIRECTORS AND BYLAWS

The corporation shall have the power to establish a Board of Directors and adopt appropriate Bylaws. The duties of the Board of Directors and its officers shall be established by the Bylaws of the corporation. The Board of Directors shall have the authority to amend the Bylaws of the corporation by a vote of the majority of the Board of Directors. However, the Board of Directors shall not have the power to sell the business nor to sell a significant part of the corporation assets without first obtaining the approval of two-thirds (2/3) of the shareholders in the corporation. Each member of the Board of Directors need not be a shareholder in the corporation.

The original members of the Board of Directors who shall serve until the first regular meeting of the shareholders or until their successors shall qualify are:

Owen Jud Neeley	HC 60 Box 1110 Newdale, Idaho 83436
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ARTICLE SEVEN INCORPORATOR

The names and addresses of the incorporators are:

Owen Jud Neeley	HC 60 Box 1110 Newdale, Idaho 83436
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Executed in duplicate on this 13 day of February, 1991.


Owen Jud Neeley
Incorporator

STATE OF IDAHO)
 :SS
COUNTY OF MADISON)

On this 13 day of February, in the year of 1991, before me, a Notary Public in and for said State, personally appeared OWEN JUD NEELEY, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.

Cathryn Michaelis
Notary Public
Residing In: *Reynoldsburg*
My Commission Expires: *11/22/91*