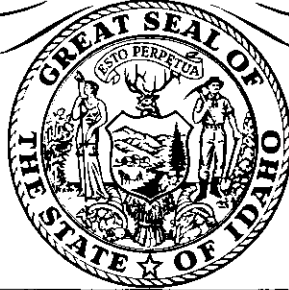


State of Idaho



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

BRADLEY AVIATION CORPORATION

was filed in the office of the Secretary of State on the **Twenty-fifth** day of **April**, A.D. One Thousand Nine Hundred **Sixty-two** and duly recorded on Film No. **119** 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, 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

Boise

in the County of

Ada

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 **25th** day of **April**, A.D., 19 **62**.

Secretary of State.

ARTICLES OF INCORPORATION

of

BRADLEY AVIATION CORPORATION

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, being natural persons of full age and citizens of the United States of America, in order to form a corporation for the purposes hereinafter stated, pursuant to the Business Corporation Act of the State of Idaho, do hereby certify as follows:

I.

The name of this corporation is:

BRADLEY AVIATION CORPORATION

II.

The purposes for which this corporation is formed are:

(a) To engage in and conduct a general merchandising business; and to acquire, own and operate any type of mercantile and merchandising business and establishment, and to purchase, acquire, sell, exchange and generally deal in goods, wares and merchandise of every type and without restriction.

(b) To purchase, acquire, sell, exchange, distribute and generally deal in airplanes and aircraft of every class and description, and aircraft instruments, devices, repair parts, supplies and accessories of every kind and description.

(c) To engage in the business of servicing aircraft in every respect and in every manner, which shall include (without limitation thereto) purchasing, acquisition, sale, distribution and generally dealing in gasoline, motor fuel, jet fuel, oils, lubricants and other forms of petroleum products, and repair parts, supplies, accessories, apparatus of every kind and description, and servicing, repairing,

maintaining and storing aircraft and motor vehicles.

(d) To engage in the business of transporting passengers, freight, goods and mail for hire; to engage in aerial survey, photography, mapping and advertising; to operate aerial taxi, sightseeing and charter flight services; to provide instruction and conduct schools in flying, navigation, mechanics, aerial survey, photography, aircraft design, theory and construction; and to provide all aircraft, equipment and supplies therefor.

(e) To acquire, own, lease (either as lessor or as lessee) and operate airports and airfields and the buildings, hangars, apparatus, equipment, appurtenances and accessories necessary and useful in connection with any such operation.

(f) To carry on, conduct and operate restaurants and establishments at which food and incidental items of merchandise are prepared, sold and dispensed.

(g) To acquire, own, lease (either as lessor or as lessee) and operate hotels and motels and other forms of lodging and any and all allied or kindred businesses.

(h) To acquire, own, lease (either as lessor or as lessee) or operate establishments for the manufacture, fabrication, processing or assembly of any product or any item of machinery or equipment, or of any goods, wares or merchandise whatsoever.

(i) To acquire, own, lease (either as lessor or as lessee) or operate mines, mining rights or mineral rights, and to process, refine or separate minerals, ores and other values, and to perform all acts incident thereto.

(j) To borrow money for any purpose of this corporation without limit as to amount, and to issue bonds, debentures, notes or other evidences of indebtedness, secured or unsecured, of this corporation for the moneys so borrowed, or in payment for property acquired, or for any other objects or purposes of this corporation or in connection with its business; and to secure payment of such debentures, notes or other obligations by mortgages or deeds of trust or pledges or other liens upon any or all of the property of this corporation, wherever located.

(k) To lend money and negotiate loans of money, with or without security; to lend, make available and provide credit for use in the acquisition of goods, wares, merchandise or services; to draw, accept, endorse, discount,

purchase, acquire, sell or otherwise dispose of and deliver bills of exchange, promissory notes, bonds, debentures, coupons, securities, contractual obligations or other negotiable instruments; to handle on commission, subscribe for, take, acquire, hold, sell, exchange and deal in sales of stock, bonds, promissory notes, debentures and other obligations and securities; to form, promote and subsidize corporations, associations, syndicates, partnerships and joint ventures of all kinds; to give grants for the payment of moneys or the performance of obligations or contracts; and to undertake and execute trusts.

(1) To invest in or advance or lend money or negotiate loans upon the security of property, real, personal or mixed, or upon the security of accounts, policies of insurance, bonds, debentures, bills of exchange, notes, letters of credit or other contractual obligations, or upon mortgages, trust deeds, bills of sale, bills of lading, delivery orders, warehouse certificates, dock warrants, pledges, or other interests of title to or interests in property, real, personal or mixed, or goods, wares and merchandise, whether existing or to come into being in the future; and to do and perform all acts permitted by law for the assignment, transfer, collection or enforcement thereof.

(m) To promote, cause to be organized, finance and aid by loan, subsidy, guaranty or otherwise, any corporation, association, partnership, syndicate, entity, person or governmental, municipal or public authority, any security of which is held either directly or indirectly by or for this corporation, or in the business, finance or welfare of this corporation shall have any interest; and to guarantee or become surety for the performance of any obligation of any of the foregoing; and to guarantee by endorsement or otherwise, the principal of or dividends on, any such security, and generally to do any act or thing designed to protect, preserve, improve or enhance the value of any such security.

(n) To act as agent or broker for insurance companies in soliciting and receiving applications for fire, casualty, plate glass, boiler, automobile, accident, health, burglary, rent, marine, credit and life insurance, and all other insurance of every kind or nature; to collect premiums; and to do such other business as normally conducted or carried on by agents or brokers of insurance companies; and to conduct a general insurance business and to apply for and maintain any and all licenses required by the applicable statutes with respect thereto.

(o) To conduct a general brokerage, agency and commission business for others in the purchase, sale and management of real estate for others and the negotiation of loans thereon; to purchase and sell for others personal property, stocks, bonds and notes, and to negotiate loans thereon for others; to act as trustee in deeds of trust or mortgages on real or personal property or any evidences of value to secure them, and to act as agent for letting houses, lands, and the collection of rents and the payment of taxes.

(p) To foreclose, enforce and require performance of or sell real or personal property or any goods, wares or merchandise under any mortgage, deed of trust, chattel mortgage, pledge, contract of sale for purchase, or other instrument securing payment of an obligation to this corporation; and in any such proceeding, to purchase or otherwise acquire the property subject to any such form of security at a sale thereon, whether it be foreclosure sale, sheriff's sale, trustee's sale, private sale or otherwise.

(q) To acquire, own, lease (either as lessor or as lessee) or operate farm property; and to grow, sell, market and generally deal in farm crops, farm products, dairy products, poultry products, fruits, meats and vegetables of every kind and description; and to conduct plants or establishments for the purpose of processing or marketing such products or food items.

(r) To purchase, hold, sell and transfer the shares of its own capital stock; provided, however, it shall not use its funds or property for the purchase of its own shares of capital stock when such use would cause any impairment of its capital; and provided further, that the shares of its own capital stock owned by it shall not be voted upon, directly or indirectly.

(s) To acquire and hold all or any part of the capital stock, assets or good will of any business, of any person, firm, association or corporation engaged in any business in whole or in part similar to that of this corporation, and to hold, utilize and in any manner dispose of the whole or any part of the stocks, assets, good will and rights to acquired, and to conduct in any lawful manner, in whole or in part, any business so acquired, and to undertake or assume the whole or any part of the obligations or liabilities of any person, firm, association or corporation engaged in the business so acquired.

(t) To enter into, make, perform and carry out contracts of every sort and kind which may be necessary or desirable for the furtherance of the business of this corporation, with any persons, firms, corporations, associations, any state, territory or municipality of the United States or any foreign country, government or body politic.

(u) To adopt, apply for and register, purchase, lease or otherwise acquire, and to use, maintain, protect, and to sell, assign or grant licenses or other rights in respect to any trade marks, trade names, patents, patent rights, copyrights, inventions, formulas, processes and rights analogous thereto.

(v) To carry out all or any part of the foregoing objects or purposes as principal or agent or otherwise, either alone or in conjunction with any person, association or other corporation and in any part of the world; and in carrying on its business and for the purpose of attaining or furthering any of its objects or purposes, to make and perform such contracts of any kind and description, to do such things and such acts and to exercise any and all such powers as a natural person could lawfully make, perform, do or exercise, provided that the same be not inconsistent with the objects or purposes of this corporation or of the statutes of the State of Idaho.

(w) To conduct its business in all or any of its branches in the State of Idaho and in any and all other states, territories, possessions, colonies and dependencies of the United States and in the District of Columbia, and in any or all other foreign countries, and to have one or more offices within or outside of the State of Idaho.

(x) The objects as specified herein shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause or paragraph of these Articles. The objects, purposes and powers specified in each of the clauses or paragraphs in these Articles shall be regarded as independent objects, purposes and powers.

The foregoing shall be construed as objects and powers and the enumeration thereof shall not be held to limit or restrain in any manner the general powers now or hereafter conferred on this corporation by the statutes of the State of Idaho.

III.

The period of existence and duration of the life of this corporation shall be perpetual.

IV.

The location and post office address of the registered office of this corporation in the State of Idaho shall be Boise, in the County of Ada, State of Idaho.

V.

(a) This corporation is authorized to issue one class of shares of capital stock to be designated "Common Stock".

The total number of shares of common stock which this corporation is authorized to issue is 10,000. The aggregate par value of the common stock which this corporation is authorized to issue is \$10,000.00; and the par value of each share of said common stock is \$1.00.

(b) The common stock of this corporation shall be non-assessable; and the private property of the shareholders shall not be liable for the debts, obligations or liabilities of this corporation.

(c) A director of this corporation shall not be required to be a holder of any of the shares of the common stock of this corporation.

VI.

The names and post office addresses of each of the incorporators of this corporation and the number of shares of common stock subscribed by each of these incorporators are as follows:

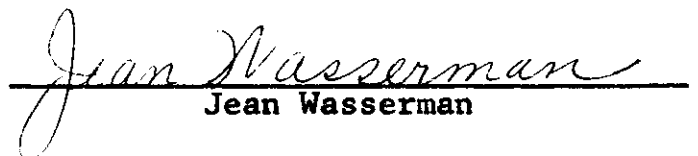
<u>Name</u>	<u>Address</u>	<u>Shares Subscribed</u>
James A. Sparks	Boise, Idaho	One
Robert I. Troxell	Boise, Idaho	One
Jean Wasserman	Boise, Idaho	One

Each of the persons above enumerated as incorporators is a natural person over the age of twenty-one years and is a citizen of the United States of America.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the Business Corporation Act of the State of Idaho, we, the undersigned, constituting the incorporators of this corporation, have executed these Articles of Incorporation, this 24th day of April, 1962.


James A. Sparks


Robert I. Troxell

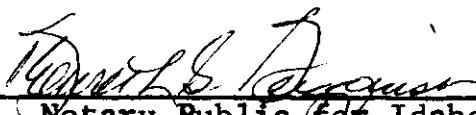

Jean Wasserman

STATE OF IDAHO)
) ss.
County of Ada)

On this 24th day of April, 1962, before me, a Notary Public in and for said State, personally appeared JAMES A. SPARKS, ROBERT I. TROXELL and JEAN WASSERMAN, 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 in this certificate first above written.

(SEAL)



Notary Public for Idaho
Residence: Boise, Idaho