

State of Idaho

Department of State

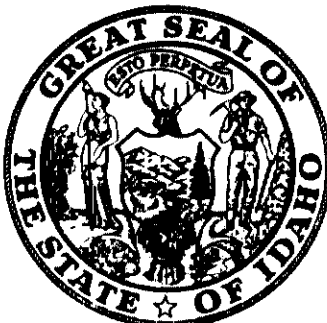
CERTIFICATE OF INCORPORATION OF

**THE GREAT BOISE BALLOON CO., INC.
File number C 110940**

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: June 12, 1995



Pete T. Cenarrusa
SECRETARY OF STATE

By *[Signature]*

Articles of Incorporation of
The Great Boise Balloon Co., Inc.
Under the Idaho Business Corporation Act

Jun 12 9 49 AM '95
SECRETARY OF STATE
STATE OF IDAHO

IT IS HEREBY CERTIFIED THAT:

1. The name of the proposed corporation is The Great Boise Balloon Co., Inc.
2. The purpose or purposes for which this corporation is formed, are as follows, to wit:

To engage in any lawful act or activity for which corporations may be organized under the Idaho Business Corporation Act. The corporation is not formed to engage in any act or activity requiring the consent or approval of any state official, department, board, agency or other body.

The corporation, in furtherance of its corporate purposes above set forth, shall have all of the powers enumerated in the Idaho Business Corporation Act, subject to any limitations provided in the Idaho Business Corporation Act or any other statute of the State of Idaho.

3. The office of the corporation is to be located in the County of Ada, State of Idaho.
4. The aggregate number of shares which the corporation shall have the authority to issue is One Hundred (100) shares of Common Stock, no par value.
5. The initial resident agent of the corporation is Kenneth A. Pino, 154 S. Straughan Ave., Boise, Idaho 83712, upon whom process against it may be served.
6. The number of directors constituting the initial board of directors shall be four (4). The initial board of directors are: Kenneth A. Pino, 154 S. Straughan Ave., Boise, Idaho 83712, Jean A. Pino, 154 S. Straughan Ave., Boise, Idaho 83712, Nick F. Weber 829 E. Pennsylvania Drive, Boise, Idaho 83706, and Dianne L. Weber, 829 E. Pennsylvania Drive, Boise, Idaho 83706. All initial directors shall serve until their successors are elected and qualified.
7. A director of the corporation shall not be liable to the corporation or its shareholders for damages for any breach of duty in such capacity except for:

(I) liability if a judgment or other final adjudication adverse to a director establishes that his or her acts or omissions were in bad faith or involved intentional misconduct or a knowing violation of law or that the director personally gained in fact a financial profit or other advantage to which he or she was not legally entitled or that the director's acts violated section 30-1-48, Idaho Code.

(II) liability for any act or omission prior to the adoption of this provision.

The undersigned incorporator is of the age of eighteen years or over.

IN WITNESS WHEREOF, these Articles of Incorporation have been subscribed on June 12, 1995 by the undersigned who affirms that the statement made herein are true under the penalties of perjury. 95111 2

Kenneth A. Pino
154 S. Straughan Ave.
Boise, Idaho 83712

Kenneth A. Pino

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