

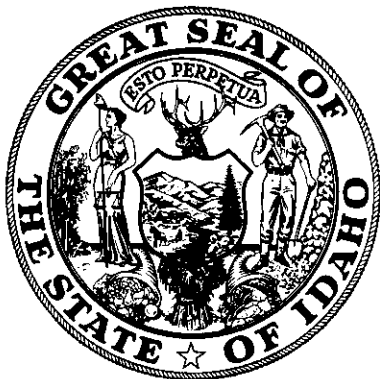
**CERTIFICATE OF INCORPORATION  
OF**

**AZTEC HELICOPTER 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: **June 13, 1985**



A handwritten signature in cursive script, reading "Pete T. Cenarrusa".

\_\_\_\_\_  
SECRETARY OF STATE

by: \_\_\_\_\_

ARTICLES OF INCORPORATION

OF

AZTEC HELICOPTER, INC.

The undersigned incorporator, desiring to form a corporation pursuant to the provisions of the Idaho Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

Name. The name of this corporation is and shall be Aztec Helicopter , Inc.

ARTICLE II

Purposes. The purposes for which this corporation is formed and the business and objects to be carried on and promoted by it are as follows:

1. To engage in the general operation of airborne vehicles, either fixed or rotary wing, or other airborne vehicles, for hire and lease; to own, operate, buy, sell, exchange, let or lease equipment, materials, vehicles or anything else necessary to carry out the general purposes of this corporation.
2. To engage in the letting for hire airborne vehicles for charter, contract or services with individuals, business, organizations, or governmental agencies or organizations.
3. To engage in commercial aerial applications of chemicals, insecticides and herbicides to vegetation.
4. To use airborne vehicles for transportation of cargo, transportation of personnel, wire laying, pole setting, aerial service, photography, fire fighting, instruction, construction and aerial mapping.
5. To buy, sell, manufacture, process, assemble, install, repair, service, lease, operate and deal in machinery, equipment, goods, wares, merchandise, mining, and agricultural properties, natural resources, raw materials, commodities, property and services of every nature and kind.
6. To purchase, acquire, apply for, register, secure, hold, own, sell or otherwise dispose of copyrights, trademarks, trade-names, patents and similar rights granted by the United States or any other government, including the granting of licenses in respect of such patents or similar rights.

7. To buy, improve, operate, manage, sell, convey, assign, mortgage, lease or otherwise deal in and own any real estate or rights therein and any personal property.

8. To apply for, hold, own and operate under such municipal, state or other governmental licenses as may be necessary or desirable for the proper conduct of any business in which the corporation shall engage.

9. To borrow money and issue evidences of indebtedness, including notes, bonds and debentures in furtherance of any or all of the objects of its business; to secure the same by mortgage, deed of trust, pledge or other lien.

10. To subscribe and buy, acquire, deal in, pledge, mortgage, distribute, transfer, guarantee and otherwise dispose of shares of capital stock, bonds, debentures, deeds of trust, notes, evidences of indebtedness and other securities of any kind issued by any other corporation.

11. To purchase or otherwise acquire, hold and reissue the shares of its own capital stock.

12. To assume or guarantee the payment of dividends or interest upon any shares of stock, or notes, bonds or other securities, and to guarantee any contracts or obligations issued or executed by any corporation, firm or individual, and to use its name and credit for the benefit of other corporations, firms or individuals.

13. To engage in joint enterprises and ventures; to promote any corporation, limited partnership or other entity; to organize or cause to be organized any corporation, limited partnership or other entity for the purpose of accomplishing any of the objects for which this corporation is formed and organized; and to participate in the affairs of and hold and own interests in any such corporation, limited partnership or other entity.

14. To sell, convey, mortgage, pledge, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.

15. To lend money to its employees other than its officers and directors, and otherwise assist its employees, officers and directors.

16. To make contracts and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises and income.

17. To lend money for its corporate purposes, invest and reinvest its funds and take and hold real and personal property as security for the payment of funds so loaned or invested.

18. To conduct its business, carry on its operations, and have offices and exercise the powers granted hereunder in any state, territory, district or possession of the United States, or in any foreign country.

19. To enter into trust agreements, and to hold real and personal property in trust, and to issue certificates of trust therefor.

20. To make donations for the public welfare or for charitable, scientific or educational purposes; and in time of war to make donations in aid of war activities.

21. In time of war to transact any lawful business in aid of the United States in the prosecution of the war.

22. To indemnify any director or officer or former director or officer of the corporation, or any person who may have served at its request as a director or officer of another corporation in which it owns shares of capital stock or of which it is a creditor, against expenses actually and necessarily incurred by him in connection with the defense of any action, suit or proceeding in which he is made a party by reason of being or having been such director or officer, except in relation to matters as to which he shall be adjudged in such action, suit or proceedings to be liable for negligence or misconduct in the performance of duty; but such indemnification shall not be deemed exclusive of any other rights to which such director or officer may be entitled, under any by-law, agreement, vote of shareholders, or otherwise.

23. To pay pensions and establish pension plans, pension trusts, profit-sharing plans, stock bonus plans and other incentive plans for its officers or employees.

24. To do all and everything necessary, suitable or proper for the accomplishment of any of the purposes, the attainment of any of the objects, or the furtherance of any of the powers hereinbefore set forth, either alone or in connection with other corporations, governmental entities, firms or individuals, either as principal or agent, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of, or connected with the aforesaid objects, purposes or powers, or any of them. All the powers set forth above are supplementary to and not in limitation of any general or specific power now granted to corporations by Idaho law or which may be hereafter granted by such law.

25. To engage in any or all lawful business for which corporations may be organized under the Idaho Business Corporation Act.

### ARTICLE III

Duration. The period of duration of the corporation is perpetual.

### ARTICLE IV

Registered office and registered agent. The address of the corporation's initial registered office in the State of Idaho is P.O. Box 331, Rupert, Idaho 83350. The street address of said corporation is 623 2nd Street South, Rupert, Idaho 83350. The name of the corporation's initial registered agent at such address is Joe V. Casillas.

### ARTICLE V

Stock. The total authorized captial stock of the corporation shall consist of one hundred (100) shares, all of which shall be no par value stock. All of said stock shall be one of class, common stock.

### ARTICLE VI

Directors. The number for directors constituting the initial Board of Directors shall be one (1). The name and address of the person who is to serve as director until the first annual meeting of shareholders and until his successor shall have been elected and qualified is as follows:

Joe V. Casillas, P.O. Box 331, Rupert, Idaho 83350

### ARTICLE VII

Incorporators. The name and address of each incorporator are:

Joe V. Casillas, P.O. Boc 331, Rupert, Idaho 83350

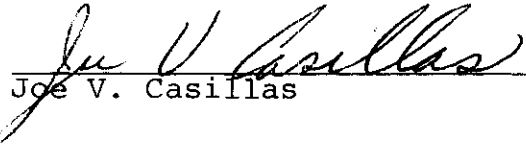
### ARTICLE VIII

Additional provisions. In addition to rights granted to the corporation generally under Title 30 of the Idaho Code, to acquire and dispose of its own shares, this corporation shall have the right to purchase its own shares directly or indirectly to the extent of unreserved and unrestricted capital surplus available therefore by a majority vote of the Board of Directors and without further action of the shareholders.

### ARTICLE IX

Quorum. The majority of the elected, qualified and acting directors shall constitute a quorum for the transaction of business.

EXECUTED IN DUPLICATE on the 10 day of June, 1985.


  
Joe V. Casillas

STATE OF IDAHO       )  
                              ) ss.  
County of Cassia    )

On this 10<sup>th</sup> day of June, 1985, before me the undersigned, a Notary Public in and for said State, personally appeared Joe V. Casillas, know to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year first above written.

(SEAL)

  
Notary Public for Idaho  
Residing at Rupert, Idaho  
Lifetime Commission