



Department of State.

**CERTIFICATE OF INCORPORATION
OF**

ASHTON FLYERS, 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 _____

ASHTON FLYERS, INC.

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 August 27, 19 81.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

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FILED
AUG 12 1964
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ARTICLES OF INCORPORATION
OF
ASHTON FLYERS, INC.

We, the undersigned natural persons over the age of twenty-one (21) years, acting as incorporators of a corporation under the Idaho Business Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation is: Ashton Flyers, Inc.

ARTICLE II - DURATION

The duration of this corporation is perpetual.

ARTICLE III - PURPOSES

That the nature of the business and the objects and purposes to be transacted, promoted and carried on are to do any and all of the things herein mentioned as fully and to the same extent as natural persons might or could do in any part of the world, viz:

(a) To carry on the business of operating an airplane or aircraft or aircrafts for private and commercial business and all other incidents appurtenant thereto or connected therewith.

(b) To purchase, lease or otherwise acquire an aircraft or aircrafts and to dispose of lease or let aircraft or aircrafts and all other necessary incidents of ownership thereto.

(c) To do all and everything necessary, suitable and proper for and incident to the accomplishment of the purposes enumerated above, and for the attainment of any of the objects or the furtherance of any of the powers hereinbefore set forth, either alone or in association with other corporations, firms, or individuals, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the aforesaid business or powers, or any part or parts thereof, provided the same be not inconsistent with the laws under which this corporation is granted.

IN FURTHERANCE AND NOT IN LIMITATION of the general powers conferred

1 by the law of the State of Idaho, and of the objects and purposes herein
2 set forth, it is expressly provided that this corporation shall also
3 have the following powers, viz:

4 (a) To borrow or loan money with or without security therefor;
5 to issue promissory notes, bonds, debentures, mortgages, security agreements
6 of all kinds and other evidences of indebtedness.

7 (b) To make, enter into and perform contracts of every kind for
8 any lawful purpose with any person, firm, association, corporation,
9 municipality, body politic, county, state of the federal government.

10 (c) To have one or more offices to conduct its business and
11 promote its objects within and without the State of Idaho.

12 (d) And to issue shares of the capital stock of this corporation
13 in return for leases, subleases, assignments and reassignments, property,
14 tangible and intangible, and for services actually rendered to the corpor-
15 ation; such shares to have pre-emptive rights.

16 ARTICLE IV - STOCK

17 The aggregate number of shares of voting non-assessable common
18 stock which the corporation shall have authority to issue is TWENTY-FIVE
19 THOUSAND (25,000), said stock at \$1.00 par value. All stock of the corpor-
20 ation shall be of the same class, common, and shall have the same rights
21 and preferences. Fully paid stock of this corporation shall not be liable
22 to any further call or assessment.

23 ARTICLE V - AMENDMENTS

24 The Articles of Incorporation may be amended by the affirmative
25 vote of a majority of the shares entitled to vote on each such amendment.

26 ARTICLE VI - INITIAL OFFICE AND AGENT

27 The address of its initial registered office is 527 Main Street,
28 Ashton, Idaho 83420, and the name of its initial registered agent at
29 such address is ALLAN MILLER.

30 ARTICLE VII - SHAREHOLDER RIGHTS

31 The authorized and treasury stock of this corporation may be
32 issued at such time and upon such terms and conditions and for such

1 consideration as the Board of Directors shall determine. The shareholder
2 shall not have pre-emptive rights to acquire additional shares of the
3 corporation.

4 ARTICLE VIII - DIRECTORS

5 The number of Directors constituting the initial Board of Directors
6 of this corporation are three. The names and addresses of the persons to
7 serve as Directors until the first annual meeting of stockholders or until
8 their successors are elected and qualify are:

9	ALLAN MILLER	527 Main Street Ashton, Idaho	83420
10	ROSS WYNN	14 North 6th Ashton, Idaho	83420
11	ROBERT CHRISTENSEN	Ashton, Idaho	83420

12 ARTICLE IX - INCORPORATORS

13 The names and addresses of the incorporators of the corporation are:

14	ALLAN MILLER	527 Main Street Ashton, Idaho	83420
15	ROSS WYNN	14 North 6th Ashton, Idaho	83420
16	ROBERT CHRISTENSEN	Ashton, Idaho	83420

17 ARTICLE X - SHAREHOLDERS

18 The names and addresses of all of the original shareholders of
19 the corporation and the number of shares each holds are:

20	ALLAN MILLER	527 Main Street Ashton, Idaho	83420	400 shares
21	ROSS WYNN	14 North 6th Ashton, Idaho	83420	400 shares
22	ROBERT CHRISTENSEN	Ashton, Idaho	83420	400 shares

23 ARTICLE XI - OFFICERS

24 The names and addresses of all of the original officers of the corpor-
25 ation are:

26	ROBERT CHRISTENSEN	Ashton, Idaho	83420
27	President		
28	ALLAN MILLER	527 Main Street Ashton, Idaho	83420
29	Vice-President		
30	ROSS WYNN	14 North 6th Ashton, Idaho	83420
31	Secretary/Treasurer		

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