



CERTIFICATE OF INCORPORATION  
OF

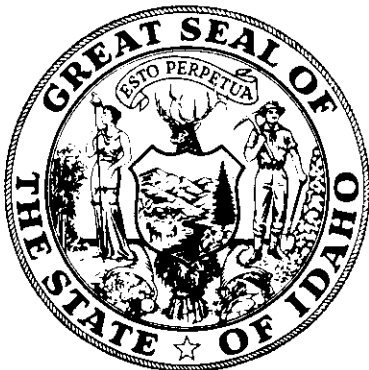
SUNBIRD AIR, INC.

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 SUNBIRD AIR, 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: January 19, 1984



*Pete T. Cenarrusa*

SECRETARY OF STATE

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

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ARTICLES OF INCORPORATION  
OF  
SUNBIRD AIR, INC.

SECRETARY OF  
STATE

The undersigned, acting as incorporator of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

Article I

NAME. The name of the corporation is, SUNBIRD AIR, INC.

Article II

DURATION. The period of its duration is perpetual.

Article III

PURPOSES. The purposes for which the corporation is organized are:

1. To operate aircraft as a private or contract carrier, for the purpose of carrying passengers and freight, or either, including United States mail, from and to any point in the United States, and subject to the laws thereof, to and from any point in any state of the United States, and to and from any point in any of the territories or possessions of the United States, or any foreign country, with the right to acquire, by purchase or otherwise, and to maintain all necessary landing fields and other ground facilities.

2. To engage in the transaction of any or all other lawful business for which corporations may be incorporated under the provisions of Chapter 1, Title 30 of the Idaho Code and any amendments thereto.

Article IV

STOCK. The aggregate number of shares which the corporation shall have authority to issue is 1,000. Said stock shall be of one class designated as common stock with a par value of \$100.00 per share.

Article V

PREEMPTIVE RIGHTS. There are no provisions denying preemptive rights.

Article VI

INTERNAL AFFAIRS. There are no provisions for the regulation of the internal affairs of the corporation.

Article VII

REGISTERED OFFICE AND REGISTERED AGENT. The address of the initial registered office of the corporation is, 339 Kinghorn Drive, Nampa, Idaho 83651, and the name of its initial registered agent is, Gary E. Sprague, 3503 South 10th, Caldwell, Idaho 83605.

Article VIII

DIRECTORS. The number of directors constituting the initial board of directors of the corporation is two (2), and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

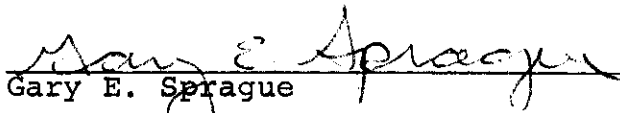
<u>NAME</u>	<u>ADDRESS</u>
Gary E. Sprague	3503 South 10th Caldwell, Idaho 83605
Larry Pearson	339 Kinghorn Drive Nampa, Idaho 83651

Article IX

INCORPORATOR. The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Gary E. Sprague	3503 South 10th Caldwell, Idaho 83605

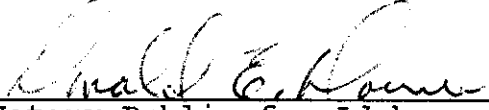
Dated this 18 day of January, 1984.

  
Gary E. Sprague

STATE OF IDAHO )  
 )ss.  
County of Canyon )

On this 18<sup>th</sup> day of January, 1984, before me, the undersigned, a Notary Public in and for said State, personally appeared GARY E. SPRAGUE, known 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 affixed my official seal the day and year in this certificate first above written.

  
\_\_\_\_\_  
Notary Public for Idaho  
Residing at Caldwell, Idaho