

## CERTIFICATE OF INCORPORATION OF

## SUNRISE TRAVEL, 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 \_\_\_\_\_\_

## SUNRISE TRAVEL, 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: October 19, 1981



Set of Cenarius

SECRETARY OF STATE

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

The state of the

## ARTICLES OF INCORPORATION

OF

day in 1994

SUNRISE TRAVEL, INC.

signed, being all bona fide citizens of the United States of America, over the age of twenty one (21) years, do, under and in pursuance of the general corporation laws of the State of Idaho, hereby organize, constitute and associate ourselves, and such other persons as may hereafter become associated with us, into a body politic and corporate, and to that end execute the following ARTICLES OF INCORPORATION, and we hereby set forth and declare as follows:

I.

That the name of this corporation is, and shall be,  $\mbox{SUNRISE TRAVEL}$ ,  $\mbox{INC}$ .

II.

This corporation shall have perpetual existence.

III.

That the principal office of this corporation shall be 475 Yellowstone Avenue, Suite B, Pocatello, Bannock County, Idaho, and that other offices for the transaction of the business of the corporation shall be established by the Board of Directors from time to time, both within and outside of the State of Idaho, and that the meetings of the Board of Directors may be had pursuant to the provisions of the By-Laws at the principal office or at such other places as the By-Laws shall provide.

IV.

The name and address of its resident agent in this State is Judi H. Dohse, 475 Yellowstone Avenue, Suite B,

Pocatello, Bannock County, Idaho.

V.

The purposes for which this corporation is formed are as follows:

- (a) To institute, enter into, assist, conduct, perform, carry on, or participate in every kind of commercial enterprise, business or work, contract, undertaking, venture or operation, which shall include primarily, but not be limited to engagement in the travel agency business.
- (b) To buy, sell, hold, acquire, own, mortgage, hypothecate, convey, transfer, lease, exchange, trade and dispose of real and personal property.
- (c) To invest the capital of the company for any of the purposes aforesaid, and in building or otherwise improving or adding to the marketable value of the lands or other properties from time to time acquired by the company.
- (d) Subject to the provisions of law, the company may purchase or otherwise acquire, hold, and reissue the shares of its capital stock.
- (e) To acquire the good will, rights, property and assets of all kinds, and to undertake the whole or any part of the liabilities of any person, firm, association or associations, corporation or corporations, on such terms and conditions as may be agreed on, and to pay for same in cash, stock, bonds, debentures, or other securities of this corporation or otherwise; to acquire and undertake any or all parts of the business assets and liabilities of any person, firm, association, or corporation.
- (f) In the purchase or acquisition of property, business rights or franchises, or for additional working capital or for any other object in or about its business or affairs, and without limit as to amount, to incur debt and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, warrants, debentures, obligations, negotiable and transferable instruments and evidences of indebtedness of all kinds, whether secured instruments by mortgage, pledge, deed of trust or otherwise.
- (g) To enter into, make, perform and carry out contracts of every sort and kind with any person, firm, association, corporation, private, public or municipal, or body politic and with the Government of the United States, or any state, territory or colony thereof, or any foreign government.
- (h) In general, but in connection with the foregoing, the company may carry on any other business and have and exercise all the powers conferred by the Laws of

Idaho upon corporations formed under the laws of said State; it being expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the general Powers of the company.

VI.

The corporate powers, business and property of the company shall be exercised, conducted and controlled by a board of three (3) directors, who shall be elected by the stockholders in accordance with the By-Laws, and who shall have the power to repeal, amend, and adopt new by-laws of and for the company, and to hold their meetings pursuant to the provisions of the By-Laws, and at such places and at such times as the said Board of Directors may, by resolution, direct, or by act of the Board, fix, both within and outside of the State of Idaho.

VII.

That the authorized capital stock of the corporation is \$100,000.00, consisting of one thousand (1,000) shares of nonassessable common stock at the par value of \$100.00 per share.

VIII.

That the amount of said capital stock that has been actually subscribed is three (3) shares, and the names and addresses of the persons who have subscribed therefor, and the number of shares subscribed by each, are as follows:

Judi H. Dohse one (1) share 129 Spence Place Pocatello, Idaho 83201

W. Ronald Dohse one (1) share 129 Spence Place Pocatello, Idaho 83201

Margaret Chipp one (1) share 247 Washington Pocatello, Idaho 83201

That the foregoing named incorporators are all persons of full age, and fully competent, and that all of them are

citizens of the United States of America. The incorporators herein named shall constitute the initial Board of Directors.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 1st day of 0ctober, 1981.

JUDI H DOHSE

W. RONALD DOUSE DOUSE

MARGARET CHIPP

STATE OF IDAHO ) : ss County of Bannock )

On this 1st day of October, 1981, before me, the undersigned, a Notary Public in and for said State, personally appeared JUDI H. DOHSE, W. RONALD DOHSE, and MARGARET CHIPP, 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
Residing at Pocatello, Idaho