



CERTIFICATE OF INCORPORATION  
OF

RED BARON FLYING SERVICE OF DRIGGS, INC.

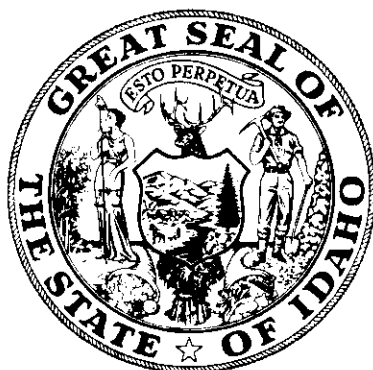
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of \_\_\_\_\_

RED BARON FLYING SERVICE OF DRIGGS, 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 November 23, 19 79.



SECRETARY OF STATE

\_\_\_\_\_  
Corporation Clerk

STATE OF

ARTICLES OF INCORPORATION

OF

RED BARON FLYING SERVICE OF DRIGGS, INC.

1. The name of the corporation is RED BARON FLYING SERVICE OF DRIGGS, INC.
2. The period of its duration is perpetual.
3. The purpose or purposes for which the corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.
4. It shall have the authority to issue one hundred (100) shares of no par stock.
5. The address of its initial registered office is P.O. Box 247, Driggs, Idaho 83422.  
The name and address of its initial registered agent is: John G. St. Clair, c/o St. Clair, Hiller, Wood & McGrath, Chartered, P.O. Box 29, Idaho Falls, Idaho 83401.
6. The number of Directors constituting its initial Board of Directors is two, whose names and addresses are:

<u>Name</u>	<u>Address</u>
Fred C. Reed	P.O. Box 247 Driggs, Idaho 83422
Linda Reed	P.O. Box 247 Driggs, Idaho 83422

7. The Shareholders of the corporation may, from time to time, distribute to themselves out of capital surplus of the corporation a portion of its assets, in cash or property, subject to the following provisions:

(a) No such distribution shall be made at a time when the corporation is insolvent or when such distribution would render the corporation insolvent.

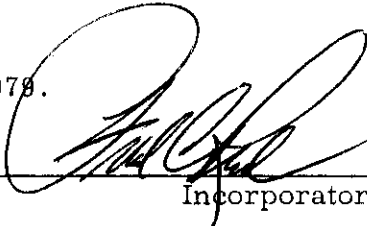
(b) No such distribution shall be made unless it is authorized by the affirmative vote of the holders of a majority of the outstanding shares.

(c) Each such distribution, when made, shall be identified as a distribution from capital surplus and the amount per share disclosed to the Shareholders receiving the same concurrently with the distribution thereof.

8. Said corporation may purchase its own shares from unreserved and unrestricted earned or capital surplus.

9. The name and address of the incorporator hereof is: Fred C. Reed, P.O. Box 247, Driggs, Idaho 83422.

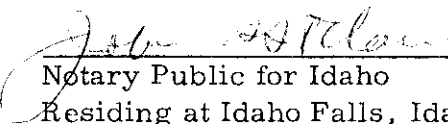
Dated this 21st day of November, 1979.

  
\_\_\_\_\_  
Incorporator

STATE OF IDAHO       )  
                              ) ss.  
County of Bonneville )

ON THIS 21<sup>st</sup> day of November, 1979, before me, the undersigned, a Notary Public in and for said State, personally appeared FRED C. REED, known to me to be the person whose name is subscribed to the within and foregoing 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 Idaho Falls, Idaho  
My Commission Expires: Sept 16, 1981