

State of Idaho

Department of State

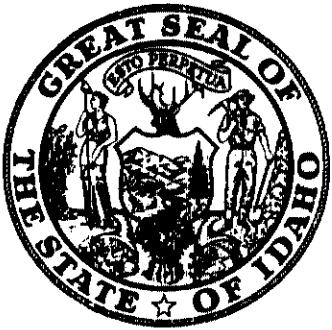
CERTIFICATE OF INCORPORATION OF

AVIATORS HISTORICAL FOUNDATION, 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 AVIATORS HISTORICAL FOUNDATION, INC. duly signed pursuant to the provisions of the Idaho Nonprofit 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 24, 1994



Pete T. Cenarrusa
SECRETARY OF STATE
By A handwritten signature of Pete T. Cenarrusa, which is a stylized, cursive script.

ARTICLES OF INCORPORATION

OF

AVIATORS HISTORICAL FOUNDATION, INC.

JAN 24 3 10 PM '94

SECRETARY OF STATE

KNOW ALL PEOPLE BY THESE PRESENTS: That the undersigned, residents of the State of Idaho, do hereby associate themselves together for the purpose of forming a corporation under Title 30, Chapter 10, Idaho, and hereby certify:

I.

This corporation is one which does not contemplate pecuniary gain or profit to the members thereof and is organized for nonprofit purposes and not part of any net earnings thereof shall inure to the profit of any member or other individual.

II.

The name of this corporation shall be AVIATORS HISTORICAL FOUNDATION, INC.

III.

The purposes for which this corporation is formed are:

(1) To collect and archive aviation history; and to buy, sell, lease, mortgage and exchange any and all real and personal property which may be necessary, advantageous or proper in the conduct of its purpose.

(2) In general, but in connection with the foregoing, said corporation shall have and exercise all the powers conferred by the laws of the State of Idaho, it being hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner such general powers.

IV.

The period of existence and duration of the life of this corporation shall be perpetual. If the corporation is ever dissolved, all corporate assets shall be given to a like non-profit entity.

V.

The location and post office address of the registered office of this corporation in the State of Idaho shall be 4601 Aviation Way, Caldwell, Canyon County, Idaho 83605. The registered agent shall be Carolyn G. Martell.

VI.

Corporations, associations and partnerships, as well as persons, may become members of this corporation on terms specified by the Board of Directors of the corporation.

VII.

The rights and interests of all members shall be equal and no member can have or acquire a greater interest therein than any other member. The corporation shall not issue any capital stock, but shall issue membership certificates to each member thereof, which certificates are not transferable but must be returned to the corporation by the member at the time of withdrawal of membership.

VIII.

The number of directors of this corporation shall not be less than three (3) and such additional number of directors as may be determined from time to time by the by-laws of the corporation.

IX.

The names and addresses of each of the incorporators/directors of this corporation, each of whom is a full age citizen of the United States and each of whom has subscribed for a membership certificate therein, are as follows:

Carolyn G. Martell
16479 Malt Road
Caldwell, ID 83605

Sean T. Martell
16479 Malt Road
Caldwell, ID 83605

Richard D. Miller
4601 Aviation Way
Caldwell, ID 83605

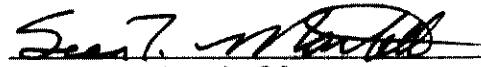
X.

The by-laws of this corporation may be altered, amended or new by-laws adopted at any regular meeting or at any special meeting of the members thereof called for that purpose, by the affirmative vote of two-thirds members present at such meeting; provided that a quorum, as specified in the by-laws of the corporation or the laws of the State of Idaho, be present.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Idaho as aforementioned, the undersigned, constituting the incorporators of the corporation, have executed these Articles of Incorporation this 24th day of January, 1994.



Carolyn G. Martell



Sean T. Martell



Richard D. Miller

On this 24th day of January, 1994, before me, the undersigned a Notary of Public in and for the State of Idaho, personally appeared Carolyn G. Martell, Sean T. Martell and Richard D. Miller, known to me to be the persons whose names are subscribed to the within 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.

