

State of Idaho



Department of State

CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the original of the articles of incorporation of

VALLEY FLYING CLUB, INC.

was filed in the office of the Secretary of State on the **Twenty-eighth** day of **February**, A. D. One Thousand Nine Hundred **Sixty-six** and ~~will be~~ **will be** ~~is~~ **is** duly recorded on ~~Film~~ **microfilm** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103 and Sections 30-1001 to 30-1005, inclusive, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for **perpetual existence** from the date hereof, with its registered office in this State located at **Jerome**, in the County of **Jerome**, and as such are subject to the rights, privileges and limitations granted to Non-Profit Cooperative Associations as provided in Chapter 10, Title 30, Idaho Code.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **28th** day of **February**, A.D., 19 **66**.

Secretary of State.

ARTICLES OF INCORPORATION OF THE VALLEY FLYING CLUB, INC.

KNOW ALL MEN BY THESE PRESENTS, That we, the undersigned, all being natural persons and citizens of the United States and of the State of Idaho, have this day voluntarily associated ourselves together for the purpose of forming a corporation according to the provisions of Chapter X, Title 29, of the Idaho Code Annotated.

And we hereby certify:

ARTICLE I.

The name of this corporation shall be the Valley Flying Club, Inc.

ARTICLE II.

The duration of this corporation shall be perpetual.

ARTICLE III.

The location and post office address of the registered office of this corporation and the place where the principal place of business of this corporation is to be transacted is Jerome, Jerome County, State of Idaho.

ARTICLE IV.

The purposes for which this corporation is formed and is to be conducted and operated are as follows:

Sec. 1 To encourage and stimulate interest in aviation in this community; to provide instruction in flying and in aviation to members of this corporation and to such non-members as may qualify therefor under the by-laws of this corporation.

Sec. 2 To purchase, have, hold, lease, use and take possession of, and enjoy, any real or personal property necessary or incident to, or in connection with, the purposes of this corporation, and to sell, lease, alienate and dispose of the same at the pleasure of the corporation; to borrow money for the accomplishment of any of the purposes of the corporation and to pledge assets and property of the corporation as security therefor by mortgage or

otherwise.

Sec. 3. To purchase airplanes for the use of the corporation and the members thereof, and to purchase airplanes and sell the same to the members at cost; to purchase and sell parts, and to maintain a service station for the repair, overhauling and testing of machines and to maintain supply depots for the members, and to buy and sell to the members at cost gasoline, oil, supplies and equipment necessary or incidental to the maintenance of an airfield for the use of the members of this corporation.

Sec. 4. To establish, operate and maintain an airport for the use of the members of this corporation, either alone or in conjunction with any municipality of this state or other corporation, or individual or agency.

Sec. 5. The above enumerated purposes shall also be considered as a statement of powers and this corporation may do each and everything suitable or proper for the accomplishment or attainment of any one or more thereof, or conducive to, or expedient for the interest or benefit of the corporation. In addition thereto the corporation shall have and may exercise any other or further rights, powers or privileges granted by law to corporations of this character.

ARTICLE V.

Sec. 1. Membership in this corporation shall be limited to twenty (20) in number. The signers of these articles shall be members of this corporation immediately upon adoption. New members may be admitted only after approval by vote of three-fourths of the members of this corporation.

Sec. 2. This corporation shall not have any capital stock, but shall admit members into the corporation upon the payment of a membership fee of One Hundred (\$100.) Dollars.

Sec. 3. The voting power of the members of this corporation shall be equal and each member shall have one vote only.

Sec. 4. This corporation is one which does not contemplate pecuniary gain or profit to the members thereof.

Sec. 5. Membership in this corporation shall not be assignable and cannot be terminated or canceled so long as the member complies with these articles of incorporation, the by-laws to be adopted hereunder and the rules and regulations adopted by the board of directors for the government of the members of this corporation.

Sec. 6. Dues and assessments may be levied against the members of this association by the Board of Directors as provided in the By-Laws.

Sec. 7. The rights and interests of all members in this corporation shall be equal and no member can have or acquire a greater interest than any other member.

ARTICLE VI.

Sec. 1. The government of this association shall be vested in a board of directors consisting of a President, Vice-President, a Secretary-Treasurer and two directors. All of said officers and directors shall be members of the corporation. The names and addresses of the persons who are to act in the capacity of officers and directors until the election of their successors are:

President: Gary Newton
Vice President: Dewey L. Cavin

Secretary-Treasurer: Eldon Handy

Directors: Richard Shotwell
Ron Lenker

Sec. 2. The term of office for all officers and directors of the corporation shall be one year.

ARTICLE VII

The annual meeting of this corporation shall be held at such time and place as may be provided for in the by-laws. Such other meetings of the members and board of directors shall be held as may be provided for in the by-laws.

ARTICLE VIII

The Board of directors may adopt by-laws containing provisions not inconsistent herewith or with the laws of the state of Idaho, or the United States of America, for the management, regulation and control of the affairs of this corporation.

ARTICLE IX

These articles of incorporation may be altered or amended by a two-thirds vote of all members of the corporation present at any regular meeting thereof, or any special meeting called for that purpose.

IN WITNESS WHEREOF, We have hereunto set our hands at Jerome, Idaho, this 27 day of February, 1966.

Donny L. Owen 531 S. Fillmore ^{Jerome}
Ernest J. Hardy R#1 - Jerome
William A. Shokell 371 Dubious ^{Twin Falls}
Ray C. Norton 401 E. 4th ^{Jerome}
Ruth E. Lusk Employment Sec. ^{Jerome}
Ron Guber 900 W. 1st ^{Twin Falls}
Neal A. Young Box 408 ^{Fairfield, Ida}
Wick Stoler Ridgeway Drive ^{Twin Falls}
Russell A. Catterson Clinton ^{Twin Falls}
Richard W. Emerson 617 E. 4th ^{Jerome}

STATE OF IDAHO,)
) SS.
County of Jerome)

On this 23 day of February, 1966, before me, the undersigned, a Notary Public in and for said state and county, personally appeared :

Gary Newton Dewey L. Calvin Eldon Hardy Keith E. Gobbie
Ron Luke, Neal A. Young, Dick Pecker, Russell A. Caterson
Richard M. Shotwell Richard M. Everson

known to me to be the persons whose names are subscribed as incorporators to the foregoing Articles of Incorporation and acknowledged to me that they severally 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 the State of Idaho,
Residing at Jerome.