

FILED EFFECTIVE

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**ARTICLES OF INCORPORATION
OF
WEITZ LANDING AIRPORT ASSOCIATION, INC.**

The undersigned individual, acting as incorporator under the Idaho Nonprofit Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

The name of the corporation is Weitz Landing Airport Association, Inc.

ARTICLE II

The corporation is a nonprofit corporation and shall have perpetual duration.

ARTICLE III

The purposes of the corporation are to acquire, own, lease, convey, administer, operate and maintain the common areas, recreational areas and access areas, including, but not limited to, runways, taxiways, hangars, roadways, easements and/or other facilities of the corporation and/or appurtenant to the Saddle Ridge Estates, LLC real estate development in Latah County, Idaho, and the transaction of any lawful activity that may be carried on by a nonprofit corporation formed under the Idaho Nonprofit Corporation Act. The corporation has powers to do all things necessary or convenient to carry out its affairs.

ARTICLE IV

The corporation shall have members, as that term is defined in the Idaho Nonprofit Corporation Act. A member of the corporation is not, as such, personally liable

IDaho SECRETARY OF STATE
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debts, liabilities or obligations of the corporation. A member may become liable to the corporation for dues, assessments or fees and the board of directors of the corporation is authorized to fix the amount of any such dues, assessments or fees, from time to time, and to make them payable at such times or intervals, and upon such notice and by such methods as the board of directors may prescribe. The board of directors is authorized to enforce dues, assessments or fees by civil action or by the forfeiture of membership, or both, upon notice given in writing at least twenty (20) days before commencement of such action or forfeiture. The board of directors is further authorized to secure dues, assessments or fees by a lien upon real property to which membership rights are appurtenant.

ARTICLE V

The names and addresses of the persons who are to serve as the initial directors of the corporation are:

1. Dustin F. Weitz
1131 Four Mile Road
Viola, Idaho 83872
2. G. Rockford Weitz
1224 Saddle Ridge Road
Viola, Idaho 83872
3. Gerald E. Weitz
1224 Saddle Ridge Road
Viola, Idaho 83872

Directors, other than the initial directors, shall be appointed or designated as provided in the bylaws of the corporation.

ARTICLE VI

Upon dissolution or final liquidation, the Board of Directors shall, after paying or making provision for payment of all the liabilities of the corporation, distribute all remaining assets of the corporation to such organization or organizations as shall at the time qualify as exempt organization(s) under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any future federal tax laws, as the board of directors shall determine. Any such assets not so distributed shall be distributed by the district court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization(s) as such court shall determine to be consistent with the purposes of the corporation.

ARTICLE VII

A director and/or officer of the corporation is not liable to the corporation, any member or any other person for any action taken or not taken as a director and/or officer, if the director and/or officer, as the case may be, acted in compliance with the Idaho Nonprofit Corporation Act.

ARTICLE VIII

The corporation shall have the power to indemnify and defend any person who is made, or threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise, including an action, suit, or proceeding by or in the right of the corporation, by reason of the fact that the person is or was a member, director,

officer, employee or agent of the corporation or is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise. The right to, extent of and amount of such indemnification and defense shall be determined by the corporation in accordance with the provisions of the Idaho Nonprofit Corporation Act.

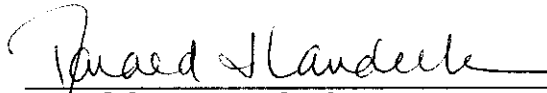
ARTICLE IX

The street address of the corporation's initial registered office is 1131 Four Mile Road, Viola, Idaho 83872. The name of its initial registered agent at that location is Dustin F. Weitz.

ARTICLE X

The name and address of the incorporator is Ronald J. Landeck, P.O. Box 9344, 414 South Jefferson Street, Moscow, Idaho 83843.

DATED: June 30, 2004.



Ronald J. Landeck
Incorporator