

**FILED EFFECTIVE**

**ARTICLES OF INCORPORATION**

**OF**

**AEROPLANES OVER IDAHO, INC.**

We, the undersigned, desiring to form a non-profit corporation under the statutes of the State of Idaho, do hereby make, subscribe and acknowledge as follows:

**ARTICLE ONE**  
**NAME**

The name of the corporation is AEROPLANES OVER IDAHO, INC.

**ARTICLE TWO**  
**PURPOSE**

The corporation is organized for the purpose of obtaining aircraft, exhibiting such aircraft local region and any other related charitable and educational purposes.

**ARTICLE THREE**  
**NON-PROFIT PURPOSE**

This corporation is organized exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code including the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future federal tax code. Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on by an organization exempt from Federal Income Tax under Section 501(c)(3) of the

ARTICLES OF INCORPORATION

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Internal Revenue Code. The corporation is formed exclusively for purposes which are not for profit, and not for pecuniary benefit or financial gain. No part of the corporate assets, net income or profits shall be distributable to, or inure to the benefit of its officers, directors or members, except to the extent permitted for a non-profit corporation under the nonprofit corporation laws of the State of Idaho and Section 501(c)(3) of the Internal Revenue Code.

#### **ARTICLE FOUR** **DURATION**

The period of the duration of this corporation is perpetual.

#### **ARTICLE FIVE** **PROHIBITED ACTIVITIES**

No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

#### **ARTICLE SIX** **MEMBERS**

The corporation shall have one class of members, whose qualifications will be established in the by-laws.

**ARTICLE SEVEN**  
**REGISTERED OFFICE AND AGENT**

The address of the corporation's registered office is 120 Horizon Drive, Boise, Idaho 83702.

The initial registered agent at such address is Holbrook Maslen.

**ARTICLE EIGHT**  
**DIRECTORS**

The number of directors constituting the initial Board of Directors of the corporation is three.

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

Holbrook Maslen  
120 Horizon Drive  
Boise, Idaho 83702

Dean Symonds  
8151 South Locust Grove Road  
Meridian, Idaho 83642

Ray Leadabrand  
3161 E. Rivernest Drive  
Boise, Idaho 83706

**ARTICLE NINE**  
**DISTRIBUTION ON DISSOLUTION OR LIQUIDATION**

The assets of this corporation are irrevocably and permanently dedicated to charitable purposes. Upon the dissolution of the corporation, its assets shall be distributed only for exempt purposes within the meaning of Section 501(c) of the Internal Revenue Code, or the corresponding section of any future Federal Tax Code or to a non-profit fund, foundation or corporation, which has established its tax-exempt status under Section 501(c) of the Internal Revenue Code.

**ARTICLE TEN**  
**AMENDMENTS**

These Articles of Incorporation may be amended from time to time in any manner lawful under the Non-profit Corporation Act of the State of Idaho.

**ARTICLE ELEVEN**  
**INCORPORATORS**


The name and street address of each incorporator is:


Holbrook Maslen  
120 Horizon Drive  
Boise, Idaho 83702

Dean Symonds  
8151 South Locust Grove Rd.  
Meridian, Idaho 83642

Ray Leadabrand  
3161 E. Rivernest Drive  
Boise, Idaho 83706

IN WITNESS WHEREOF, We have hereunto set our hands this 17<sup>th</sup> day of August, 2003.

  
HOLBROOK MASLEN

  
RAY LEADABRAND

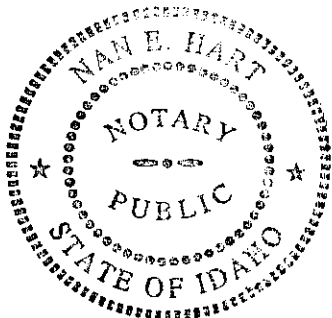
IN WITNESS WHEREOF, I have hereunto set my hand this 8<sup>th</sup> day of October, 2003.


  
DEAN SYMONDS

STATE OF IDAHO                    )  
  : ss.  
County of Canyon                )

On this 8<sup>th</sup> day of October, 2003, before me, the undersigned, a Notary Public in and for said State, personally appeared DEAN SYMONDS, known or identified to me to be the person whose name is subscribed to the within 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: Canyon County, Idaho  
My Commission Expires: 6/3/2008

STATE OF IDAHO )  
 : ss.  
County of Canyon )

On this 17<sup>th</sup> day of August, 2003, before me, the undersigned, a Notary Public in and for said State, personally appeared HOLBROOK MASLEN, known or identified to me to be the person whose name is subscribed to the within 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: Nampa, Idaho  
My Commission Expires: 3/7/2008

STATE OF IDAHO )  
 : ss.  
County of Ada )

On this 17<sup>th</sup> day of July, 2003, before me, the undersigned, a Notary Public in and for said State, personally appeared Ray Leadabrand, known or identified to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he/she 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: Boise, Idaho  
My Commission Expires: 3-10-04