



Department of State.

CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, 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

SKY HARBOR PROPERTIES, INC.

was filed in the office of the Secretary of State on **July 20th**, 19 **78**

and that the said articles contain the statement of facts required by Section 30-103, 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 **Coeur d'Alene, Idaho** in the county of **Kootenai**

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 **20th** day of **July**, A.D., 19 **78**

Pete T. Cenarrusa

Secretary of State

Corporation Clerk

ARTICLES OF INCORPORATION

OF

SKY HARBOR PROPERTIES, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, being three or more natural persons, residents and citizens of the United States of America, of legal age, do by this Agreement voluntarily associate ourselves together for the purpose of forming a private corporation for profit under the provisions of the laws of the State of Idaho, and we do hereby certify and adopt Articles of Incorporation to that end as follows:

I

The name of this Corporation shall be SKY HARBOR PROPERTIES, INC.

II

The purpose for which this Corporation is formed are:

(1) In general, said Corporation shall have and exercise all of the powers conferred by the State of Idaho upon business corporations, it being expressly provided that the following enumeration of specific powers shall not limit or restrict in any manner such general powers.

(2) To do each and all things set out herein to the same extent and as fully as a natural person could do in the State of Idaho or any other state.

(3) To subscribe for, purchase or otherwise acquire, underwrite, obtain an interest in, own, hold, pledge, hypothecate, assign, deposit, create trusts with respect to, sell, exchange or otherwise dispose of and generally deal in and with securities of every kind and description of any government, state, territory, district, municipality or other political or governmental division or subdivision, body politic, corporation, association, partnership, firm trustee, syndicate, individual, combination, organization or entity whatsoever located in or organized under the laws of any part of the world, including (without limiting

the generality of the foregoing) stocks, shares, voting trust certificates, bonds, mortgages, deeds of trust, debentures, notes, land trust certificates, warrants, rights, scrip, commercial paper, choses in action, evidences of indebtedness, certificates of interest or other obligations or other securities of any nature howsoever evidenced; to acquire or become interested in any such securities by original subscription, underwriting, participation in syndicates or otherwise and irrespective of whether or not such securities are paid in full or subject to further payments or assessments; and to exercise any and all rights, powers, and privileges of individual ownership or interest in respect of any such securities, including the right to vote thereon and otherwise act with respect thereto, and to promote, manage, participate in and act as agent for any underwriting, purchasing or selling syndicate or group and otherwise to take part in and assist, in any legal matter, by guaranty or otherwise, the purchase, sale or distribution of any such securities.

(4) To purchase, or in any way acquire for investment or for sale or otherwise, lands, contracts for the purchase or sale of lands, buildings, improvements, and any other real property of any kind or any interest therein, and as the consideration for same to pay cash or to issue capital stock, debenture bonds, mortgage bonds, or other obligation of the corporation, and to sell, convey, lease, mortgage, deed of trust, turn to account or otherwise deal with all or any part of the property of the corporation; to make and obtain loans upon real estate, improved or unimproved, and upon personal property, giving or taking evidences of indebtedness and securing the payment thereof by mortgage, trust deed, pledge or otherwise; and to enter into contracts to buy or sell any property, real or personal; to buy and sell mortgages, trust deeds, contracts and evidences of indebtedness; to purchase or otherwise acquire, for the purpose of holding or disposing of the same, real or personal property of every kind and description, including the good will, stock, rights, and property of any person, firm, association, or corporation; paying for the same in cash, stock or bonds of this corporation; and to draw,

make, accept, indorse, discount, execute, and issue promissory notes, bills of exchange, warrants, bonds, debentures and other negotiable or transferable instruments, or obligations of the corporation, from time to time, for any of the objects or purposes of the corporation without restriction or limit as to amount.

(5) To carry on any business whatsoever that this corporation may deem proper or convenient in connection with any of the foregoing purposes or otherwise, or that it may deem calculated, directly or indirectly, to improve the interest of this corporation, and to do all things specified in Section 30-102 Idaho Code, and to have and to exercise all powers conferred by the laws of the State of Idaho on corporations formed under the laws pursuant to which and under which this corporation is formed, as such laws are now in effect or may at any time hereafter be amended, and to do any and all things hereinabove set forth to the same extent and as fully as natural persons might or could do, either alone or in connection with other persons, firms, associations or corporations, and in any part of the world.

(6) To deal in, purchase, sell, exchange, hypothecate, barter, broker and/or hold for security all forms, types, grades and/or quality of precious or semi-precious stones, gold, silver, and all other metals, coins of all types and nature wheresoever minted and bullion of every form, nature and extent.

(7) To exercise full power to perform any and all acts connected to or arising from or incidental to all acts necessary or proper for the purpose of carrying on such business.

III

The duration of this corporation shall be perpetual.

IV

The location and post office address of the registered office of the corporation in the State of Idaho is P.O. Box 412, Coeur d'Alene, Idaho, and the name of the registered agent of the corporation is BUD FARRAR, whose address is the same.

V

The total authorized shares of capital stock in this corporation is FIFTY THOUSAND & 00/100 (\$50,000.00) DOLLARS, which shall be divided into 500 shares of a par value of \$100.00.

VI

The shares of stock are not to be classified and all shares shall be of equal voting power. Said shares of stock are transferable only upon the books of the corporation. Each share shall have one (1) vote. Such share shall be considered common stock and there shall be no preferred stock. Capital stock shall be non-assessable.

VII

The names and post office addresses of each of the incorporators are as follows:

NAME:	ADDRESS:
BUD FARRAR	P.O. Box 412, Coeur d'Alene, Idaho 83814
LOWELL CHANNING DAY	P.O. Box 462, Crestline, California 92325
WILLIAM JOSEPH THREADGILL	P.O. Box 774, Coeur d'Alene, Idaho 83814

VIII

The corporation shall have three (3) directors who shall at all times, be citizens of the United States of America; except that in the cases where all of the shares of the corporation are owned beneficially and of record by either one (1) or two (2) stockholders, the number of directors may be less than three (3), but not less than the number of stockholders. The names and residences of said directors who shall manage the corporation until the first stockholder's meeting are:

NAME:	ADDRESS:
BUD FARRAR	P.O. Box 412, Coeur d'Alene, Idaho 83814
LOWELL CHANNING DAY	P.O. Box 462, Crestline, California 92325
WILLIAM JOSEPH THREADGILL	P.O. Box 774, Coeur d'Alene, Idaho 83814

IX

The corporation shall be governed by a duly adopted code of By-laws, which by-laws shall not be inconsistent with these Articles of Incorporation nor inconsistent with the laws of the State of Idaho. A meeting

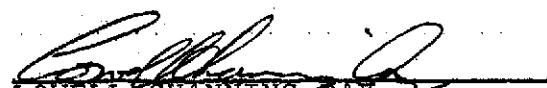
of the incorporation shall be held and the by-laws shall be adopted in accordance with the provisions of the laws of the State of Idaho after the issuance by the Secretary of State of the said State of Idaho of the certificate of incorporation.

X

These Articles of Incorporation may be amended by a majority vote of the stock issued at any regular meeting or at a special meeting called for that purpose by a majority of the Board of Directors after thirty (30) days notice to all holders of stock, which notice shall be in writing and in conformity with the statutes of the State of Idaho made and provided therefore.

IN WITNESS WHEREOF, We, the undersigned, being all of the incorporators hereinabove mentioned hereunto, set our hands and seals to triplicate originals hereof as of the 9th day of June, 1978.


BUD FARRAR


LOWELL CHANNING DAY


WILLIAM JOSEPH THREADGILL

STATE OF IDAHO)
) ss.
County of Kootenai)

On this 9th day of June, 1978, before me, the undersigned Notary Public in and for said State, personally appeared, BUD FARRAR, known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same.

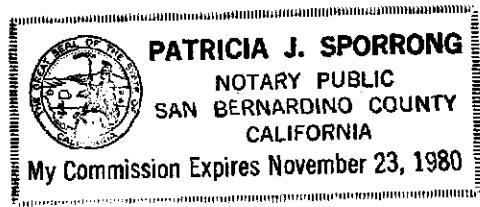
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year first above written.


Notary Public in and for the
State of Idaho
Residing at; Post Falls
Comm. Exp.: 6-1978

STATE OF California)
) ss.
County of San Bernardino)

On this 19th day of June, 1978, before me the undersigned Notary Public in and for said State, personally appeared, LOWELL CHANNING DAY, known 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 first above written.



Patricia J. Sporrong
Notary Public in and for the
State of California
Residing at: 701 "E" Street, San Bernardino
Comm. Exp.: November 23, 1980

STATE OF IDAHO)
) ss.
County of Kootenai)

On this 9th day of July, 1978, before me, the undersigned Notary Public in and for said State, personally appeared, WILLIAM JOSEPH THREADGILL, known 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 first above written.

Patricia J. Sporrong
Notary Public in and for the
State of Idaho
Residing at: *for Faces*
Comm. Exp.: *6-2-78*