



CERTIFICATE OF INCORPORATION
OF

CONDOR, INC.

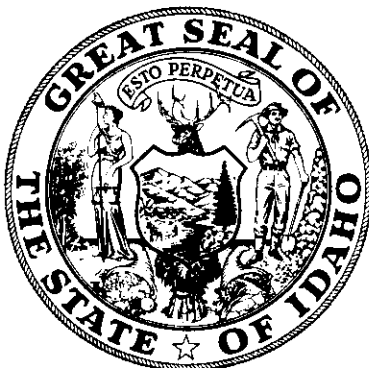
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

CONDOR, 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 _____ **March 28** _____, 19 **80** _____.



SECRETARY OF STATE

Corporation Clerk

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STATE OF

ARTICLES OF INCORPORATION

OF

CONDOR, INC.

KNOW ALL PERSONS BY THESE PRESENTS that we,
the undersigned, have this day voluntarily associated
ourselves together for the purpose of forming a corporation
under the "Idaho Nonprofit Corporation Act," all being citizens
of the United States of America and all being of legal age,

AND WE HEREBY CERTIFY:

I

The name of the corporation shall be CONDOR, INC.

II

The corporation shall be a nonprofit corporation.

III

The existence of this corporation is to be perpetual
unless sooner terminated as provided by law.

IV

The purposes for which this corporation
is formed are:

1. To promote flying activities, to promote
aviation safety, and to promote an interest in flying.
2. To purchase, lease, rent, or otherwise obtain,
aircraft of any type, other aviatational equipment,
or real property or other tangible or intangible property
in the State of Idaho, for the use and benefit of its
members and not for the purpose of direct gain to the corporation
itself.
3. To own, operate, and develop flying facilities.
4. To establish, organize, equip, own, operate,

manage, control, maintain, carry on and conduct a flying school or flying schools; to teach, train, and instruct students in the various types, fields, and branches of flying; and to acquire by construction, purchase, exchange, or other means, and thereafter to own, lease, maintain and carry on, to sell, transfer, convey, or otherwise dispose of flying school and other establishments suitable or proper for the operation and conduct of school or schools devoted to teaching, training, and instruction of various types, fields, and branches of flying.

5. To borrow money for the use and needs of the corporation and to pledge and/or mortgage real, personal, and intangible property of said corporation as security for indebtedness incurred.

6. To levy assessments upon its members for the acquisition by lease, purchase, or otherwise, of aircraft of any type, other aviaional equipment, or real property or other tangible or intangible property, and for the construction and maintenance of improvements, operation, repair, and betterments of corporate property; for the maintenance of equipment and facilities thereon and for payment of the lawful obligations of the corporation.

7. To do any and all things necessary and incidental in carrying out the aforesaid objects, or any of them, and exercise the usual powers of corporate bodies.

8. To sue and be sued, complain and defend in any court of law or equity.

9. To have and use a corporate seal, which may be altered at pleasure.

10. To elect such officers and appoint such agents as the business of the corporation shall require and to allow them suitable compensation.

11. To make bylaws not inconsistent with the constitution or laws of the United States or of this state for the management of its property, the regulation and government of its affairs, and for the execution and transfer of its membership certificates.

12. To wind up and dissolve itself or to be wound up and dissolved in the manner provided by the statutes of this state.

V

The affairs of the corporation shall be under the control of four (4) directors, and those, who shall as directors, manage the affairs of the corporation for the first year and until their successors are duly elected and qualified, are:

Robert R. Elvin	2311 Seventh Street Lewiston, Idaho 83501
Daniel W. Morash	517½ - 12th Street Lewiston, Idaho 83501
Darrel S. Koss	1120 Hemlock Lewiston, Idaho 83501
Charles R. Abel	3309 Ninth Street Lewiston, Idaho 83501

At the first annual meeting following the expiration of the one-year period for which the directors herein designated will serve, and at each annual meeting thereafter, a new Board of Directors will be elected in accordance with provisions of the bylaws of the corporation and the

laws of the State of Idaho in such case made and provided.

VI

In the event of the liquidation or dissolution of the corporation, the assets of the corporation, after the payment of all debts and obligations, shall be divided among the outstanding membership of the corporation.

VII

The address of the initial registered office shall be 2311 Seventh Street, Lewiston, Idaho 83501, and the name of the initial registered agent for the service of process is Robert R. Elvin.

VIII

SECTION ONE: This corporation shall have no capital stock. Membership in the corporation shall be evidenced by membership certificates issued to applicants qualifying for membership and paying the membership fees as further provided in the bylaws of the corporation.

SECTION TWO: Membership in this corporation shall represent the right to share with all other members in the use of the aircraft and other facilities of the corporation for flying purposes, subject to the payment of established membership fees and assessments, and subject to the provisions of the bylaws and regulations adopted by the Board of Directors to prevent injury to the corporation property.

IX

The bylaws of the corporation for the management of its affairs shall be adopted by the members of said corporation and said members shall be empowered to amend or repeal said bylaws in accordance with the provisions

thereof.

X

The private property of the members of this corporation shall not be liable for its corporate debts.

IN WITNESS WHEREOF, we, the incorporators, do hereby make, sign, seal, and acknowledge these Articles of Incorporation this 27th day of March 1980.

Robert R. Elvin
ROBERT R. ELVIN

Daniel W. Morash
DANIEL W. MORASH

Darrel S. Koss
DARREL S. KOSS

Charles R. Abel
CHARLES R. ABEL

STATE OF IDAHO,
COUNTY OF NEZ PERCE.

On this 27th day of March 1980, before me, the undersigned, a Notary Public in and for said state, personally appeared ROBERT R. ELVIN, DANIEL W. MORASH, DARREL S. KOSS, and CHARLES R. ABEL, 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.

Charles J. Armstrong
NOTARY PUBLIC for Idaho,
Residing at Lewiston, therein.