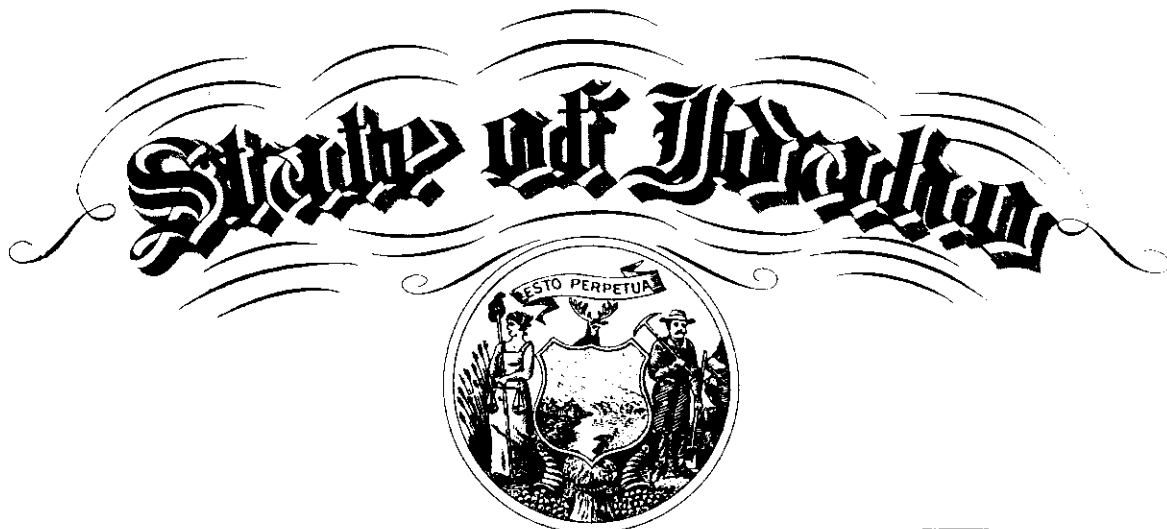




Department of State.

CERTIFICATE OF INCORPORATION

ARNOLD WILLIAMS,
I, ~~JACKSONSON~~, 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

GOODING AIR INC.

was filed in the office of the Secretary of State on the **thirteenth** day
of **April,** A. D. One Thousand Nine Hundred **Fifty-Nine,** and
is duly recorded on Film No. **106** 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
Gooding, in the County of **Gooding,**
and as such are subject to the rights, privileges and limitations granted to Non-Profit Coopera-
tive 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 **thirteenth** day of **April**,
A.D., 19 **59**.

Secretary of State.

ARTICLES OF INCORPORATION
OF
GOODING AIR INC., A CORPORATION

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned residents of Gooding County, natural persons of full legal age and citizens of the United States of America, State of Idaho, do hereby associate ourselves together for the purpose of forming a non-profit cooperative association as contemplated in Chapter 10, Title 30, Idaho Code, and we do hereby certify and declare:

-1-

The name of this association shall be Gooding Air Inc.

II

The purpose for which said association is organized is to encourage interest in aviation in this community, to provide economical flying rates for its members and to bring to more people the benefits and pleasures of flying activity, and to that end said association shall have the right and power to borrow money and to make its promissory note or notes to evidence the same, and to secure said note or notes by mortgages or title notes upon its real and personal property. The said association shall have the right and power to buy, sell, contract to buy, contract to sell, lease, operate, mortgage and deal in real estate and personal property, insofar as may be necessary or expedient to do all things incidental in carrying out the express powers hereby reserved.

III.

The location and post office address of its registered office is the City of Gooding, Gooding County, Idaho.

-1-

_IV-

The term for which said association is to exist is perpetual.

-V-

The Board of Directors may provide for the issuance of certificates evidencing membership in the corporation which shall be in such form as may be determined by the Board. Such certificates cannot be assigned or transferred so that a transferee thereof can by such transfer become a member of said association, except by resolution of the Board of Directors and under regulations prescribed by the by-laws. The Board of Directors may provide for the purchase by the association, at its option, of the interest of any member upon the death, withdrawal or expulsion of a member. In this association / the rights and interests of all members shall be equal and no member can have or acquire a greater interest therein than any other member.

-VI-

Of the Board of Directors one thereof shall be elected to hold office until the first annual meeting; two thereof shall be elected to hold office for a period of one year thereafter and two thereof shall be elected to hold office for a period of two years thereafter; and at each annual meeting thereafter directors shall be elected to fill vacancies that occur by reason of term expiring in accordance with the provisions thereof.

IN TESTIMONY WHEREOF WE HAVE hereunto set out hands this

31st day of March, 1959.

<u>Vinton L. Stanfield</u>	<u>Gooding, Idaho</u>
<u>Valdo Gray</u>	<u>" "</u>
<u>Robert Fields</u>	<u>" "</u>
<u>L. Duane Johnson</u>	<u>- -</u>
<u>Colan R. Drake</u>	<u>- -</u>

STATE OF IDAHO)
) ss.
County of Gooding)

On this 31st day of March, 1959 before the undersigned, a notary public in and for said county, personally appeared Vinton L. Stanfield, Duane Johnson, Colan R. Drake, Valdo Gray and Robert Fields known to me to be the persons whose names are subscribed to the foregoing instrument, and acknowledged to me that they executed the same.

IN WITNESS WHEREOF I have hereunto set my hand and affixed my seal the day and year in this certificate first above written.

Paul D. Mahoney
Notary Public for the State of
Idaho.

SEAL)