

State of Idaho

Department of State.

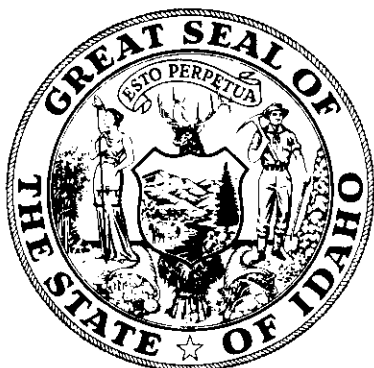
CERTIFICATE OF AUTHORITY OF

WESTERN AIRCRAFT MAINTENANCE, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of **WESTERN AIRCRAFT MAINTENANCE, INC.** for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business 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 Authority to **WESTERN AIRCRAFT MAINTENANCE, INC.** to transact business in this State under the name **WESTERN AIRCRAFT MAINTENANCE, INC.** and attach hereto a duplicate original of the Application for such Certificate.

Dated December 30, 19 80.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

RECEIVED

To the Secretary of State of Idaho.

Pursuant to Section 30-1-110, **Idaho Code**, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

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SECRETARY OF
STATE

1. The name of the corporation is Western Aircraft Maintenance, Inc.
2. *The name which it shall use in Idaho is Western Aircraft Maintenance, Inc.
3. It is incorporated under the laws of the State of Nevada
4. The date of its incorporation is December 22, 1980 and the period of its duration is perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is c/o Corporation Trust Company of Nevada, One East First Street, Reno, Nevada 89501
6. The address of its proposed registered office in Idaho is 4444 Aeronca, Boise, Idaho 83705, and the name of its proposed registered agent in Idaho at that address is J. J. Olsen
7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are: aircraft maintenance and service, aircraft parts distributor/sales, aircraft commercial operation
8. The names and respective addresses of its directors and officers are: *Director

Name	Office	Address
*J. J. Olsen	President	4444 Aeronca, Boise, Idaho 83705
<u>Tom Halvorson</u>	<u>Vice President</u>	<u>" "</u>
<u>L. D. Crockett</u>	<u>Secretary & Treasurer</u>	<u>" "</u>
<u>G. J. Oswald</u>	<u>Director</u>	<u>" "</u>
<u>R. K. Woodhead</u>	<u>Director</u>	<u>One Morrison-Knudsen Plaza, P.O. Box 7808, Boise, Idaho 83729</u>
<u>J. F. Stull</u>	<u>Director</u>	<u>" "</u>

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>50,000</u>	<u>Common</u>	<u>\$100.00</u>
<u> </u>	<u> </u>	<u> </u>
<u> </u>	<u> </u>	<u> </u>

(continued on reverse)

10. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>30,000</u>	<u>Common</u>	<u>\$100.00</u>
_____	_____	_____
_____	_____	_____

11. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

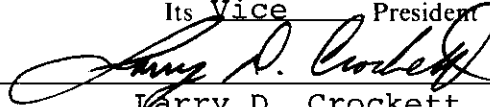
12. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated December 29, 19 80.

WESTERN AIRCRAFT MAINTENANCE, INC.

By 
Tom Halvorson

Its Vice President

and 
Larry D. Crockett

Its _____ Secretary

STATE OF IDAHO)
)ss:
COUNTY OF ADA)

I, Joan Walch, a notary public, do hereby certify that on this 29th day of December, 19 80, personally appeared before me Tom Halvorson, who being by me first duly sworn, declared that he is the Vice President of Western Aircraft Maintenance, Inc.

that he signed the foregoing document as Vice President of the corporation and that the statements therein contained are true.


Notary Public

*Pursuant to section 30-1-108(b)(1), Idaho Code, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.

RECEIVED

ARTICLES OF INCORPORATION

FILED
IN THE OFFICE OF THE
SECRETARY OF STATE OF THE
STATE OF NEVADA

'80 DEC 30 PM 2:21

OF

DEC 22 1980

SECRETARY OF STATE
WESTERN AIRCRAFT MAINTENANCE, INC.

WM. SWACKHAMER - SECRETARY OF STATE

Wm. Swackhamer
No. 734086

FIRST: The name of the corporation is WESTERN AIRCRAFT MAINTENANCE, INC.

SECOND: The principal office in the State of Nevada is located at One East First Street in the City of Reno, County of Washoe. The name and address of its resident agent is The Corporation Trust Company of Nevada, One East First Street, Reno, Nevada 89501.

THIRD: The nature of the business, or objects or purposes proposed to be transacted, promoted or carried on by the corporation shall be to engage in any lawful activity specifically defined as including, but not limited to the following:

(a) To store, maintain, service, and repair aircraft defined as including both fixed and rotary wing; to charter or otherwise commercially operate aircraft; to sell and distribute aircraft parts; to buy, acquire, sell, lease, option, own, handle, and deal in aircraft; and to purchase, acquire, construct, manufacture and contract for all kinds of machinery, buildings, and appliances for repairing, servicing, marketing, and operating aircraft and distributing and selling aircraft parts.

(b) To build and construct all types and kinds of buildings, improvements, plants, houses, works, and construction projects of whatsoever kind and nature; to perform engineering and architectural works, including the preparation of plans and specifications, and inspect work acting as consulting and superintending engineers and architects; to supervise construction acting as construction manager.

(c) To acquire by purchase, merger, consolidations, lease, sublease, or otherwise, and pay for in cash or in stocks, bonds, or other securities of the corporation or otherwise, the whole or any part of the franchises, goodwill, rights, assets and property of any company, or other person, firm, association, corporation, joint-stock company, syndicate, trust, body politic or other entity.

(d) To purchase, invest in, lease, sublease or otherwise acquire and to own, mortgage, lease, sublease, sell or otherwise dispose of franchises, rights of way, easements, permits and other rights and privileges of every type whether granted by the United States, any state, district or territory thereof, any municipality, any foreign country, any other body politic, or any subdivision or agency of any of the foregoing, or any person, firm, association, corporation, joint-stock company, syndicate, trust, or other entity, and to exercise, insofar as may be permitted by any general or special law of any state or body politic, the right of eminent domain.

(e) To take, purchase, invest in, lease, sublease or otherwise acquire improved and unimproved real property (including without limitation property granted to it by any government or individual), and any interest of any kind therein, and to own, improve, develop, manage, mortgage, lease, sublease, sell or otherwise dispose of any real property or interest therein now owned or hereafter acquired by the corporation, and to build, rebuild, alter, improve and remove any buildings or other structures on real property now or hereafter owned by the corporation, or in which the corporation holds or shall hereafter hold any interest, and to engage in any and all branches of the hotel, innkeeping and restaurant business.

(f) To acquire, by purchase, lease, exchange or hold, use, develop, mortgage or otherwise encumber, lease, sell, exchange or otherwise dispose of, real and personal property of every kind and character or any right or interest therein.

(g) To engage in the elevator business, the warehouse business and in any service business of any kind or character whatsoever which may lawfully be performed by a Nevada corporation.

(h) To manufacture, purchase, invest in, lease, sublease or otherwise acquire and to own, mortgage, lease, sublease, sell or otherwise dispose of, and to trade, deal in and deal with, goods, wares and merchandise and personal property of every class and description.

(i) To purchase, subscribe for, lease, sublease or otherwise dispose of the stocks, bonds, debentures, notes, bank acceptances and other evidences of indebtedness or other securities of any person, firm, association, corporation, joint-stock company, syndicate, trust, government or body politic, and to loan and advance money upon mortgages on real property and pledges of personal property or upon either of them, whether the objective

of any of the foregoing be current income or gain in capital or principal or acquisition of interests useful in the business of the corporation.

(j) To promote, aid and assist, financially or otherwise, corporations, copartnerships, joint ventures, joint-stock companies, syndicates, trustees, associations and individuals to the extent legally permissible to a corporation organized under the laws of the State of Nevada, and to a like extent to endorse or underwrite the shares, bonds, debentures, notes, securities or other obligations or under takings of any corporation, copartnership, joint venture, joint-stock company, association, syndicate, trustee or individual, and to guarantee or become surety for the payment of any dividends on shares, or the principal or interest upon bonds, notes, debentures or other obligations of, or the performance of any contract by, any corporation, copartnership, joint venture, joint-stock company, association, syndicate, trustee or individual.

(k) To acquire by purchase, subscription or otherwise hold, mortgage, pledge, sell, assign, transfer, exchange or otherwise dispose of shares of the stock of, or voting trust certificates for shares of the stock of, or any bonds or other securities, evidences of indebtedness or obligations created by, any other corporation or corporations organized under the laws of the State of Nevada or of any other state, or of any country, nation or government, and to pay therefore, in whole or in part, with cash or other property, or with shares, bonds or other obligations of this corporation, and, while the owner or holder of any such shares, or voting trust certificates for shares, bonds or other securities or evidences of indebtedness, or obligations of any such other corporation or corporations to possess and exercise in respect thereof all the powers, rights and privileges of ownership, including the right to vote thereon and to consent in respect thereof for any and all purposes.

(l) To acquire the whole, or any part of, or any interest in the good will rights, assets and business of any person, firm, association or corporation heretofore or hereafter engaged in a business or enterprise in which this corporation may lawfully engage, and to hold, utilize, and in any manner dispose of the whole or any part of the rights and business so acquired, and to conduct in any lawful manner the whole or any part of the business thus acquired.

(m) To become a member of any partnership or joint venture and to enter into any lawful arrangements for sharing profits

and/or losses, union of interest, reciprocal concessions or cooperation with any corporation, association, partnership, joint venture, syndicate, person, governmental, municipal or public authority, domestic or foreign, in the carrying on of any business which this corporation is authorized to carry on, or any business or transaction deemed necessary, convenient or incidental to carrying out any of the purposes of this corporation.

(n) To enter into, make, perform and carry out contracts of every sort and kind which may be necessary or convenient for the business of this corporation with any person, firm, corporation, private, public or municipal, body politic, any state, territory, or municipality of the United States or any foreign government, colony or body politic.

(o) To borrow or raise moneys for any of the purposes of this corporation without limit as to amount and, from time to time, to issue bonds, debentures, notes or other obligations, secured or unsecured, of this corporation for moneys so borrowed, or in payment for property acquired, or for any of the other objects or purposes of this corporation or in connection with its business; to secure such bonds, debentures, notes or other obligations by mortgage or mortgages, or deed or deeds of trust, or pledge or other lien upon any or all of the property, rights, privileges or franchises of this corporation, wheresoever situated, acquired or to be acquired, and to pledge, sell or otherwise dispose of any or all of such bonds, debentures, notes and other obligations of this corporation for its corporate purposes.

(p) To adopt, apply, obtain, register, purchase, lease or otherwise acquire, and to maintain, protect, hold, use, own, exercise, develop, operate and introduce, and to sell, grant licenses or other rights in respect of, assign or otherwise dispose of or turn to account any trademarks, trade names, patents, patent rights, copyrights and distinctive marks and rights analogous thereto, and inventions, improvements, processes, formulae, and the like, including such thereof as may be covered by, used in connection with, or secured or received under, letters patent of the United States of America or elsewhere, which may be deemed capable of use in connection with the business of this corporation, and to acquire, use, exercise or otherwise turn to account licenses in respect of any such trademarks, trade names, patents, patent rights, copyrights, inventions, improvements, processes, formulae, and the like.

(q) To purchase, hold, sell and transfer, shares of its own capital stock; provided it shall not use its funds for the purchase of its own shares of capital stock when such use would cause any impairment of its capital, except as permitted by law; and provided, further, that shares of its own capital stock belonging to it shall not be noted upon directly or indirectly.

(r) To do any and all things necessary or convenient for the accomplishment of the foregoing purposes; to carry on any lawful business whatsoever which the corporation may deem proper or convenient in connection with any of the foregoing purposes or otherwise, or which may be calculated, directly or indirectly, to promote the interests of the corporation or to enhance the value of its property; to have, enjoy and exercise all the rights, powers and privileges which are now or which may hereafter be conferred upon corporations organized under the same statutes as this corporation.

(s) To conduct its business in any or all of its branches in the State of Nevada and in any or all other states, territories, possessions, colonies, and dependencies of the United States of America, and in the District of Columbia, and in any or all foreign countries, and to have one or more offices within and outside the State of Nevada.

(t) To engage in any other lawful business of the transaction of which corporations may be organized under the General Corporation Law of the State of Nevada and to have and exercise all the power conferred by the laws of Nevada upon corporations formed under the General Corporation Law of the State of Nevada, and to do any or all of the things hereinbefore set forth to the same extent as any natural person might or could do, and to exercise any of the aforesaid power, directly or through one or more subsidiaries, domestic or foreign, by itself or in collaboration with others.

(u) The business or purpose of this corporation is from time to time and at any time to do one or more of the acts and things herein set forth, and to have all the powers, rights and privileges now or hereafter conferred by the laws of the State of Nevada upon corporations organized under the laws of Nevada authorizing the formation of corporations.

The provisions of this Article Third shall be construed both as purposes and powers and each as an independent purpose and power. The enumeration of specific purposes and powers shall not be held to limit or restrict in any manner the purposes and powers of the corporation, and the purposes and powers therein

specified shall be in nowise limited or restricted by reference to, or inference from, the terms of any provisions of this or any other Article of these Articles of Incorporation.

FOURTH: This corporation is authorized to issue only one class of shares of stock; the total number of such shares is Fifty Thousand (50,000); and all such shares of stock are to be One Hundred Dollars (\$100.00) par value each. Stockholders of lawfully issued shares shall not be entitled to preemptive right of purchase of subsequently issued shares of stock.

At all elections of directors, each stockholder shall be entitled to as many votes as shall equal the number of his shares of stock.

FIFTH: The members of the governing board shall be known as "Directors", and the number thereof shall be not less than three (3) nor more than fifteen (15), the exact number to be fixed by the By-Laws of the corporation, provided, that the number so fixed by the By-Laws may be increased or decreased within the limits above specified from time to time by the By-Law provision.

The names and post office addresses of the persons who are appointed to act as Directors until the First Annual Meeting of Shareholders or until their successors are elected and shall qualify are as follows:

<u>Name</u>	<u>Address</u>
R. K. Woodhead	One Morrison-Knudsen Plaza, Boise, Idaho 83729
J. J. Olsen	4444 Aeronca, Boise, Idaho 83705
G. J. Oswald	4444 Aeronca, Boise, Idaho 83705
J. F. Stull	One Morrison-Knudsen Plaza, Boise, Idaho 83729

At all meetings of the Board of Directors, two of the authorized number of directors shall be necessary and sufficient to constitute a quorum for the transaction of business. Every act or decision done or made by a majority of the directors present at a meeting duly held at which a quorum is present shall be regarded as the act of the Board of Directors.

SIXTH: The capital stock, after the amount of the subscription price has been paid in, shall be subject to no further assessment to pay debts of the corporation. In no event shall the shareholders be personally liable for the debts of the corporation.

SEVENTH: The names and post office addresses of each of the incorporators signing the Articles of Incorporation are as follows and they shall be three in number:

<u>Name</u>	<u>Address</u>
V. Miller	P.O. Box 2311, Reno, Nevada 89501
R. Harold	P.O. Box 2311, Reno, Nevada 89501
T. Thomas	P.O. Box 2311, Reno, Nevada 89501

EIGHTH: This corporation is to have perpetual existence.

NINTH: In furtherance, and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized:

(a) Subject to the By-Laws, if any, adopted by the stockholders, to make, alter, amend or repeal the By-Laws of the corporation.

(b) To fix the amount to be reserved as working capital over and above its capital stock paid in, to authorize and cause to be executed mortgages and liens upon the real and personal property of this corporation.

(c) From time to time to determine whether and to what extent, and at what time and places, and under what conditions and regulations, the accounts and books of the corporation (other than the original or duplicate stock ledger), or any of them, shall be open to inspection of stockholders, and no stockholder shall have any right of inspecting any account, book, or document of this corporation except as conferred by statute, unless authorized by a resolution of the stockholders or directors.

(d) Pursuant to the affirmative vote of the holders of at least a majority of the stock issued and outstanding, having voting power, given at a stockholders' meeting, duly called for that purpose, or when authorized by the written consent of the holders of at least a majority of the voting stock issued and outstanding, the Board of Directors shall have power and authority at any meeting to mortgage, sell, lease or exchange all the property and assets of this corporation, including its good will and its corporate franchises, upon such terms and conditions as its Board of Directors deem expedient and for the best interest of this corporation.

(e) To adopt any means whatsoever which the Board of Directors may deem appropriate for making known the name, business, merchandise, or product, or for enhancing the reputation, or for furthering the interests of this corporation, or of any individual, association, partnership, corporation or other legal entities in

whose business this corporation shall be in any manner interested, by advertising, circularization, purchase or exhibitions of any kind, publication and distribution of books, periodicals, pictures, or other publications, granting prizes, awards and donations, giving gratuities, or in any other manner whatsoever.

(f) If the By-Laws so provide, to designate two (2) or more of its own number to constitute an executive committee, which committee shall, as provided in said resolution or in the By-Laws of the corporation, have and exercise the powers of the Board of Directors in the management of the business and affairs of the corporation, and which may have the power to authorize the seal of the corporation to be affixed to all papers as may be required. The executive committee or committees shall have such name or names as may be stated in the By-Laws of the corporation or as may be determined from time to time by resolution adopted by the Board of Directors.

This corporation in its By-Laws, may confer powers upon its directors in addition to the foregoing, and in addition to the powers and authorities expressly conferred upon them by statute.

TENTH: Both stockholders and directors shall have power, if the By-Laws so provide, to hold their meetings and to have one or more offices within or without the State of Nevada, and to keep the books of this corporation (subject to the provisions of the statutes), outside of the State of Nevada at such places as may be from time to time designated by the Board of Directors or in the By-Laws of the corporation.

ELEVENTH: This corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, or by these Articles of Incorporation, and all rights conferred herein upon stockholders are granted subject to this reservation.

WE, THE UNDERSIGNED, being each of the original incorporators hereinbefore named, for the purpose of forming a corporation under the General Corporation Law of the State of Nevada, and the acts amendatory thereof and supplemental thereto, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true.

IN WITNESS WHEREOF, we have hereunto accordingly set our hands and seals to these Articles of Incorporation this 22nd day of December, 1980.

INCORPORATORS

V. Miller (SEAL)
V. Miller

R. Harold (SEAL)
R. Harold

T. Thomas (SEAL)
T. Thomas

STATE OF NEVADA)
) ss.
County of WASHOE)

On this 22nd day of December, 1980, before me, a Notary Public, personally appeared V. Miller
R. Harold and T. Thomas
who severally acknowledged that they executed the above instrument.

Dorothy Halstead
Notary Public

