



Department of State

CERTIFICATE OF QUALIFICATION OF FOREIGN CORPORATION

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

SIERRA AVIATION, INC.
a corporation duly organized and existing under the laws of **California** has fully complied with Section 10 Article XI of the Constitution, and with Sections 30-501 and 30-502, Idaho Code, by filing in this office on the **20th** day of **October** 1975, a properly authenticated copy of its articles of incorporation, and on the **20th** day of **October** 1975, a designation of **Stanley D. Crow** in the County of **Ada** as statutory agent for said corporation within the State of Idaho, upon whom process issued by authority of, or under any law of this State, may be served.

AND I FURTHER CERTIFY, That said corporation has complied with the laws of the State of Idaho, relating to corporations not created under the laws of the State, as contained in Chapter 5 of Title 30, Idaho Code, and is therefore duly and regularly qualified as a corporation in Idaho, having the same rights and privileges, and being subject to the same laws, as like domestic corporations.

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 **October**, A.D., 1975.

Pete T. Cenarrusa
Secretary of State

Michael Franklin
Assistant Corporation Clerk

STATE OF CALIFORNIA



OFFICE OF THE
SECRETARY OF STATE

(PHOTOCOPY CERTIFICATION)

I, **MARCH FONG EU**, Secretary of State of the State of California,
hereby certify:

That the photographic reproduction hereunto annexed was prepared by
and in this office from the record on file of which it purports to be a copy,
and that it is full, true and correct.

IN WITNESS WHEREOF, I execute
this certificate and affix the Great
Seal of the State of California this

SEP 30 1975

March Fong Eu
Secretary of State



4622136

ARTICLES OF INCORPORATION
OF
SIERRA AVIATION

FILED
In the Office of the Secretary of State
of the State of California

JAN 15 1964
FRANK A. JORDAN, Secretary

I.

The name of this corporation is: SIERRA AVIATION.

II.

PURPOSES: The purposes for which this corporation is formed are:

(a) To engage in the primary business of operating and conducting a flying service including such activities as are normally carried on and conducted in such a business.

(b) To operate a flying field or airport either as fixed base operator or otherwise.

(c) To purchase, acquire, own, hold, use, lease, grant, sell, exchange, subdivide, mortgage, convey in trust, manage, improve, construct, operate and generally deal in any and all real estate, improved, or unimproved, stores, office buildings, dwelling houses, apartment houses, hotels, manufacturing plants and other buildings, and any and all other property of every kind or description, real, personal and mixed, and wheresoever, situated either in California, territories and colonies of the United States, or foreign countries.

(d) To acquire, by purchase or otherwise, the good will, business, property rights, franchises and assets of every kind, with or without undertaking, either wholly or in part, the liabilities of any person, firm, association or corporation; and to acquire any property or business as a going concern or otherwise by purchase of the assets thereof wholly or in part, by acquisition of the share of any part thereof, or in any other manner, and to pay for the same in cash or in share of bonds, or other evidences of indebtedness of this corporation, or otherwise, to hold, maintain and operate or in any manner dispose of, the whole or any part of the good will, business

1 rights, and property so acquired, and to conduct in any lawful
2 manner the whole or any part of any business so acquired; and to
3 exercise all the powers necessary or convenient in and about the
4 management of such business.

5 (e) To take, purchase and otherwise acquire, own, hold, use,
6 sell, assign, transfer, exchange, lease, mortgage, convey in trust,
7 pledge, hypothecate, grant licenses in respect of and otherwise
8 dispose of letters, patents of the United States or any foreign
9 country; patent rights, licenses and privileges, inventions, im-
10 provements and processes, copyrights, trademarks and trade names,
11 and governmental, state, territorial, county and municipal grants
12 and concessions of every character which this corporation may deem
13 advantageous to the prosecution of its business or in the maintenance,
14 operation, development or extension of its properties.

15 (f) To enter into, make, perform and carry out contracts of
16 every kind for any lawful purpose without limit as to amount, with
17 any person, firm, association or corporation, municipality, county,
18 parish, state, territory, government or other municipal or govern-
19 mental subdivision.

20 (g) To become a partner (either general or limited or both)
21 and to enter into agreements of partnership, with one or more other
22 persons or corporations, for the purpose of carrying on any business
23 whatsoever which this corporation may deem proper or convenient in
24 connection with any of the purposes herein set forth or otherwise,
25 or which may be calculated, directly or indirectly, to promote the
26 interests of this corporation or to enhance the value of its property
27 or business.

28 (h) From time to time to apply for, purchase, acquire by
29 assignment, transfer or otherwise, exercise, carry out and enjoy
30 any benefit, right, privilege, prerogative or power conferred by,
31 acquired under, or granted by any statute, ordinance, order, license,
32 power, authority, franchise, commission, right or privilege, which

1 any government or authority or governmental agency or corporation
2 or other public body may be empowered to enact, make or grant to
3 pay for, aid in, and contribute toward carrying the same into effect
4 and to appropriate any of this corporation's shares, bonds and/or
5 assets to defray the costs, charges and expenses thereof.

6 (i) To subscribe or cause to be subscribed for, and to take,
7 purchase, and otherwise acquire, own, hold, use, sell, assign,
8 transfer, exchange, distribute and otherwise dispose of, the whole
9 or any part of the shares of the capital, bonds, coupons, mortgages,
10 deeds of trust, debentures, securities, obligations, evidences of
11 indebtedness, notes, good will, rights, assets and property of any
12 and every kind, or any part thereof, of any other corporation or
13 corporations, association or associations, firm or firms, or other
14 person or persons, together with shares, rights, units or interest
15 in, or in respect of, any trust estate, now or hereafter existing,
16 and whether created by the laws of the State of California or of any
17 other state, territory or country; and to operate, manage and con-
18 trol such properties, or any of them either in the name of such
19 other corporation or corporations or in the name of this corporation,
20 and while the owners of any of said shares of capital stock, to
21 exercise all the rights, powers and privileges of ownership of
22 every kind and description, including the right to vote thereon,
23 with power to designate some person or persons for the purpose from
24 time to time, and to the same extent as natural persons might or
25 could do.

26 (j) To promote or to aid in any manner, financially or
27 otherwise, any person, firm, corporation or association of which any
28 shares of stock, bonds, notes, debentures or other securities or
29 evidences of indebtedness are held directly or indirectly by this
30 corporation; and for this purpose to guarantee the contracts, divi-
31 dends, shares, bonds, debentures, notes and other obligations of
32 such other persons, firms, corporations, or associations; and to do

ALL OFFERS
MADE UNDER
A PLAN
OF REORGANIZATION
Pursuant to
Chapter 11 of
the Federal
Bankruptcy
Reorganization
Act of 1937

1 any other acts or things designed to protect, preserve, improve or
2 enhance the value of such shares, bonds, notes, debentures or other
3 securities or evidences of indebtedness.

4 (k) To borrow and lend money, but nothing herein contained
5 shall be construed as authorizing the business of banking, or as
6 including the business purposes of a commercial bank, savings bank
7 or trust company.

8 (l) To issue bonds, notes, debentures, or other obligations
9 of this corporation from time to time for any of the objects or pur-
10 poses of this corporation, and to secure the same by mortgage, deed
11 of trust, pledge or otherwise, or to issue the same unsecured; to
12 purchase or otherwise acquire its own bonds, debentures or other
13 evidences of its indebtedness or obligations; to purchase, hold,
14 sell and transfer the shares of its own capital stock to the extent
15 and in the manner provided by the laws of the State of California as
16 the same are now in force or may be hereafter amended.

17 (m) To purchase, acquire, take, hold, own, use and enjoy,
18 and to sell, lease, transfer, pledge, mortgage, convey, grant,
19 assign or otherwise dispose of, and generally to invest, trade, deal
20 in and with oil royalties, mineral rights of all kinds, oil, gas
21 and mineral leases, and all rights and interest therein, and in
22 general products of the earth and deposits, both subsoil and surface,
23 of every nature and description.

24 (n) To carry on any business whatsoever, either as principal,
25 or as agent or both or as a partnership, which this corporation may
26 deem proper or convenient in connection with any of the foregoing
27 purposes or otherwise, or which may be calculated directly or in-
28 directly to promote the interests of this corporation or to enhance
29 the value of its property or business; to conduct its business in
30 this state, in other state, in the District of Columbia, in the
31 territories and colonies of the United States, and in foreign
32 countries.

(c) To have and to exercise all the powers conferred by the laws of California upon corporations formed under the laws pursuant to and under which this corporation is formed, as such laws are now in effect or may at any time hereafter be amended.

III.

PRINCIPAL OFFICE: The County in the State of California where the principal office for the transaction of the business of this corporation is to be located is Tulare County.

IV.

AUTHORIZED STOCK: This corporation is authorized to issue only one kind of shares of stock; the total number of said shares shall be FIFTEEN HUNDRED (1500); the said shares of stock shall bear \$100.00 each, par value, the aggregate par value of all of which is \$150,000.00.

V.

PREFERENCES: No distinction shall exist between the shares of corporation or the holders thereof.

VI.

DIRECTORS: The number of directors of this corporation shall be three, and the names and residences of those who are hereby appointed for the first year are:

1. LEROY F. GATES, 926-13th Street, Fortuna, California.
2. JAMES M. MEADE, 1670 Willow Drive, Fortuna, California.
3. ROBERT C. NATZKE, 1100 Plano Road, Porterville, California.

IN WITNESS WHEREOF, for the purposes of forming this corporation under the laws of the State of California, the undersigned, constituting the incorporators of this corporation, including the persons named hereinabove as the first directors of this corporation, have executed these Articles of Incorporation this 17 day of December, 1963.

LEROY F. GATES

JAMES M. MEADE

ROBERT C. NATZKE

1 STATE OF CALIFORNIA |
2 County of Tulare | ss.

3 On this 27th day of December, 1963, before the undersigned, a
4 Notary Public in and for the said County and State, personally
5 appeared LEROY F. GATES, JAMES M. HEADE and ROBERT C. KATZKE, known
6 to me to be the persons whose names are subscribed to the within
7 Instrument and acknowledged that they executed the same.

8 WITNESS MY HAND and official seal.
9

10 John F. Quirk
11 Notary Public in and for said
12 County and State.

