

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

AIR PRIORITY AIR-CHARTER, INC.

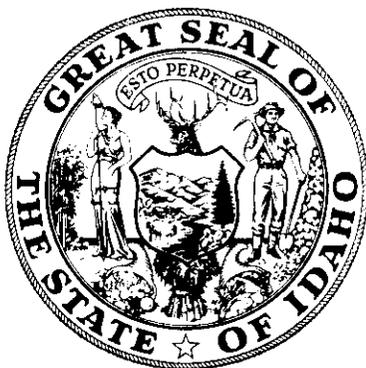
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

AIR PRIORITY AIR-CHARTER, INC.

duly signed 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 Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: January 15, 1982



A handwritten signature in cursive script, reading "Pete T. Cenarrusa".

SECRETARY OF STATE

by: _____

ARTICLES OF INCORPORATION
AIR PRIORITY AIR-CHARTER, INC.

FIRST. The name of this corporation is Air Priority Air-charter, Inc.

SECOND. The corporation is to have perpetual existence.

THIRD. The nature of the business is to do any or all the things herein mentioned, as fully and to the same extent as natural persons might or could do, and in any part of the world, Viz:

"The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the Domestic and Foreign Corporation Laws of Idaho."

FOURTH. The amount of total authorized capital stock of this corporation is divided into 1,000 shares of one class with no par value.

FIFTH. The corporation's initial registered office is located at 235 West Fourth South, #308, Rexburg, Idaho. The name of the registered resident agent is Eugene Alan Rutledge Jr.

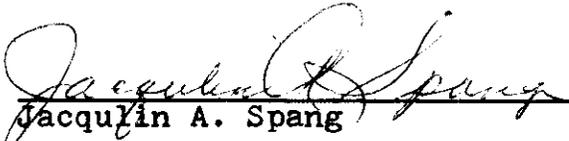
SIXTH. The governing board constituting the initial board of directors shall consist of three (3) members and the names and addresses of each director are as follows:

Eugene Alan Rutledge Jr.	235 West 4th South, Rexburg, Idaho
Myla Rutledge	235 West 4th South, Rexburg, Idaho
Jacquelin A. Spang	447 S. Court St. Burns, Oregon

SEVENTH. The name and address of the incorporator is as follows:

Jacquelin A. Spang	447 S. Court St. Burns, Oregon
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I THE UNDERSIGNED, for the purpose of forming a Corporation under the laws of the State of Idaho, do make, file and record this Certificate and do certify that the facts herein are true; and I have accordingly hereunto set my hand.

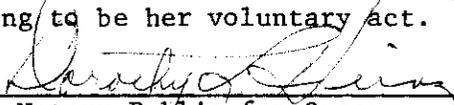

Jacquelin A. Spang

1/6/82
Date

State of Oregon)
County of Harney) ss

January 6, 1982

Personally appeared the above named Jacquelin A. Spang and acknowledged the foregoing to be her voluntary act.


Notary Public for Oregon
My Commission expires 7-6-84