



Department of State.

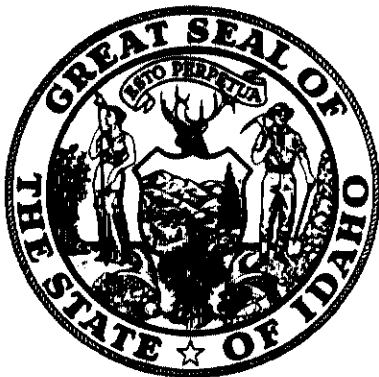
**CERTIFICATE OF INCORPORATION
OF**

BLUEBIRD AVIATION, 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 the above named corporation, 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: March 26, 1990



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Elizabeth M. Zakala*

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**ARTICLES OF INCORPORATION
OF
BLUEBIRD AVIATION, INC.**

The undersigned incorporators, desiring to form a corporation pursuant to the provisions of the Idaho Business Corporation Act, adopt the following Articles of Incorporation:

ARTICLE I: The name of the corporation is
BLUEBIRD AVIATION, INC.

ARTICLE II: The purposes of the corporation are to engage in the business of aviation services, including the repair and maintenance of aircraft, annual inspections, appraisals, leasing, storage, flying lessons, sale of fuel and other petroleum products, sale of parts, sale of aircraft, consignment of aircraft, and to otherwise engage in activities in connection with aviation services.

ARTICLE III: The period of duration of the corporation is perpetual.

ARTICLE IV: The address of the corporation's initial registered office in the State of Idaho is 610 Washington Street, Sandpoint, Idaho 83864, and the name of its initial registered agent at such address is Robert L. Maurice, III.

ARTICLES OF INCORPORATION 1

ARTICLE V: The aggregate number of shares which the corporation shall have authority to issue is ONE THOUSAND (1,000) The total authorized number of shares shall be without par value. The corporation is authorized to issue only one class of stock. Stock shall be issued and transferable only to natural persons who are not non-resident aliens.

ARTICLE VI: The number of directors constituting the initial board of directors is Two (2) and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

<u>Name</u>	<u>Address</u>
ROBERT L. MAURICE, III	610 Washington Sandpoint, Idaho 83864
TERI MAURICE	610 Washington Sandpoint, Idaho 83864

ARTICLE VII: The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
ROBERT L. MAURICE, III	610 Washington Street Sandpoint, Idaho 83864

EXECUTED in duplicate on this 23 day of March, 1990.


ROBERT L. MAURICE, III

STATE OF IDAHO

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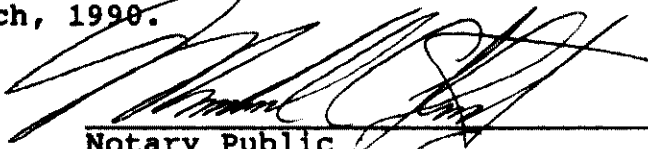
) ss.

County of Bonner

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This day personally appeared before me, the undersigned Notary Public, ROBERT L. MAURICE, III, known to me to be the person whose signature is subscribed to the within Articles of Incorporation, and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 23 day of March, 1990.



Notary Public

Residing at:

Comm. Exp.:

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8/6/91