



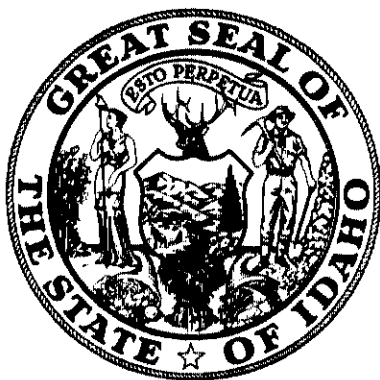
CERTIFICATE OF INCORPORATION
OF

SAWTOOTH AVIATION CLINIC, 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: December 20, 1990



Pete T. Cenarrusa

SECRETARY OF STATE

by:

Elizabeth M. Zebala

ARTICLES OF INCORPORATION

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SAWTOOTH AVIATION CLINIC, INC. 90 DEC 5 AM 8 45

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The undersigned, acting as incorporators under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is SAWTOOTH AVIATION CLINIC, INC.

SECOND: The period of its duration is perpetual.

THIRD: The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may conduct under the Idaho Business Corporation Act.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is 1000 shares, all of which are to be without par value.

FIFTH: The address of the initial registered office of the corporation is 421 Pocahantus Drive, Hailey, Idaho 83333, and the name of its initial registered agent at such address is Gerry E. Burrell.

SIXTH: The number of directors constituting the initial board of directors of the corporation is three (3), and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

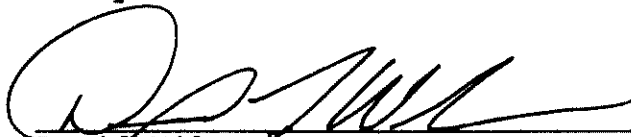
<u>NAME</u>	<u>ADDRESS</u>
Gerry E. Burrell	P. O. Box 1201 Hailey, Idaho 83333
David Wilson	P. O. Box 3214 Ketchum, Idaho 83340
James Woodyard	4001 West Alameda #101 Burbank, California 91505

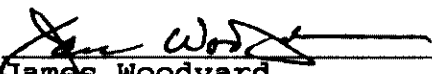
SEVENTH: The name and address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Gerry E. Burrell	P. O. Box 1201 Hailey, Idaho 83333
David Wilson	P. O. Box 3214 Ketchum, Idaho 83340
James Woodyard	4001 West Alameda #101 Burbank, California 91505

DATED this 9th day of October, 1990.


Gerry E. Burrell

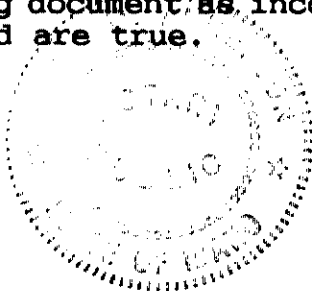

David Wilson

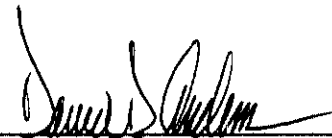

James Woodyard

Incorporators

STATE OF IDAHO)
County of Blaine) ss.

I, David J. Anderson, a Notary Public, do hereby certify that on this 31st day of October, 1990, personally appeared before me, GERRY E. BURRELL, who being by me first duly sworn, severally declared that they are the persons who signed the foregoing document as incorporators and that the statements therein contained are true.




NOTARY PUBLIC
My Commission Expires: 10/28/92

ARTICLES OF INCORPORATION - 2.

STATE OF IDAHO

County of Blaine

)
) ss.
)

I, SUSAN F. NORTHRUP, a Notary Public, do hereby certify that on this 31st day of OCTOBER, 1990, personally appeared before me, DAVID WILSON, who being by me first duly sworn, severally declared that they are the persons who signed the foregoing document as incorporators and that the statements therein contained are true.

Susan F. Northrup
NOTARY PUBLIC
My Commission Expires: 9/14/93

STATE OF CALIFORNIA

County of Los Angeles

)
) ss.
)

I, Alice Hill, a Notary Public, do hereby certify that on this 9th day of October, 1990, personally appeared before me, JAMES WOODYARD, who being by me first duly sworn, severally declared that they are the persons who signed the foregoing document as incorporators and that the statements therein contained are true.

Alice Hill
NOTARY PUBLIC
My Commission Expires: Feb. 4, 1994



William L. Smallwood
P.O. Box 2400
Ketchum, Idaho 83340

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12-12-90

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Mr. Gerry Burrell
Sawtooth Aviation Clinic
P.O. Box 1206
Hailey, Idaho 83333

Dear Gerry:

I want to address this letter to anyone who questions your right to use Sawtooth Aviation Clinic for the name of your business. You have my full approval, and I can assure anyone that your use of that name will not interfere in any way with my corporation, Sawtooth Aviation, should we become active again.

Sincerely,


William L. Smallwood
President, Sawtooth Aviation