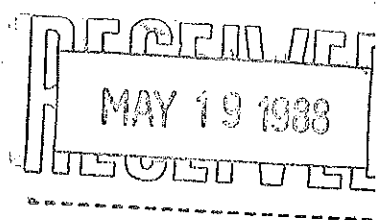


GOVERNMENT OF THE DISTRICT OF COLUMBIA
DEPARTMENT OF CONSUMER AND REGULATORY AFFAIRS
BUSINESS REGULATION ADMINISTRATION



C E R T I F I C A T E

THIS IS TO CERTIFY that there were received and accepted for record in the Department of Consumer and Regulatory Affairs, Corporations Division, on the 28th day of December, 1984, Articles of Incorporation of:

NATIONAL AGRICULTURAL AVIATION ASSOCIATION

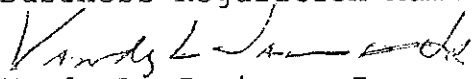
The above named corporation is duly incorporated and existing pursuant to and by virtue of the Nonprofit Corporation Act of the District of Columbia and authorized to conduct its affairs in the District of Columbia as of the date mentioned above.

WE FURTHER CERTIFY that the above entitled corporation is at the time of issuance of this certificate in Good Standing, according to the records of this office.

IN TESTIMONY WHEREOF I have hereunto set my hand and caused the seal of this office to be affixed this 14th day of April, 1988.

Donald G. Murray
Director

Henry C. Lee, III
Acting Administrator
Business Regulation Administration


Assistant Superintendent of Corporations
Corporations Division *RL*

FILING FEE 10.00
INDEXING FEE 2.00
12.00

ARTICLES OF INCORPORATION

FOR

National Agricultural Aviation Association

TO: Department of Consumer and Regulatory Affairs
Corporate Division
Washington, D.C. 20001

We, the undersigned persons of the age of twenty-one years or more, acting as incorporators of a corporation under the NON-PROFIT CORPORATION ACT (D.C. Code, 1981 edition, Title 29, Chapter 5), adopt the following Articles of Incorporation:

ARTICLE I. NAME OF CORPORATION

The name of this organization shall be the National Agricultural Aviation Association.

ARTICLE II. DURATION

The corporation is to have perpetual existence.

ARTICLE III. PURPOSES

The purposes of NAAA shall be to coordinate and generally direct the efforts of the agricultural aviation industry on a national basis, at the national level, representing the entire industry and related interests, and for the mutual benefits derived therefrom for all its members.

ARTICLE IV. MEMBERSHIP

The corporation shall have members.

ARTICLE V. MEMBERSHIP

The corporation is to be divided into four (4) classes of members. There shall be sufficient membership classifications to assure full and complete participation in NAAA by all branches of the industry and of related industries. There shall be according to,

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28 DEC 1984
BY: *[Signature]*

but not limited by, those various classifications enumerated below whose members' responsibilities, duties, rights, and privileges shall be governed by the Board of Directors as set forth in the Bylaws.

1. ORGANIZATION MEMBERS. State and regional associations composed primarily of agricultural aviators and agricultural aviation branches or divisions of state trade associations and/or other state, regional, or national associations. Members of such organizations shall be known as INDIVIDUAL members of NAAA with all the rights and privileges appertaining thereto in consideration of the satisfactory completion of the requirements for membership as set forth in the Bylaws.
2. PARTICIPATING MEMBERS. Any individual or firm engaged in agricultural aviation wishing to become associated with NAAA on an individually participating basis. Such members shall be known as PARTICIPATING members of NAAA with all the rights and privileges appertaining thereto in consideration of the satisfactory completion of the requirements for membership as set forth in the Bylaws.
3. ALLIED INDUSTRY MEMBERS. Industrial organizations and firms not engaged in agricultural aviation but closely allied to the agricultural aviation industry, such as, but not necessarily limited to aircraft manufacturers, aircraft engine manufacturers, systems suppliers, fuel companies, insurance underwriters, and other industries which serve the agricultural aviation industry shall be known as ALLIED INDUSTRY members of NAAA with all rights and privileges appertaining thereto in consideration of the satisfactory completion of the requirements for membership as set forth in the Bylaws.
4. HONORARY MEMBERS. Any person who, by unselfish devotion to furthering the interests and efforts of agricultural aviation nationally, has contributed to the welfare and growth of the industry to such an extent as to make that person's contribution outstanding and above the normal fulfillment of his professional or occupational duties and responsibilities.

ARTICLE VI. OFFICERS AND DIRECTORS

The manner of election or appointment of the directors of the corporation shall be provided in the Bylaws of the corporation.

ARTICLE VII. REGULATION OF INTERNAL AFFAIRS

1. The governing of NAAA shall be vested in a Board of Directors with control over the policy and internal management of the association, and whose responsibility it shall be to guide the efforts of the organization with the help and guidance of the national officers and qualified personnel as noted elsewhere in this Constitution and Bylaws.

2. Upon dissolution and liquidation of the corporation and after payment of any provision for liabilities and claims of the corporation, the directors of the corporation shall convey any remaining assets and income to such organization or organizations exempt under Section 501(c)(3) of the Internal Revenue Code of 1954, as the directors may select.

ARTICLE VIII. ADDRESS AND AGENT'S NAME

The address of the office of the corporation is 1250 Connecticut Avenue, N.W., Suite 318, Washington, D.C. 20036, and the name of its registered agent at such address is S. Steven Karaliskas.

ARTICLE IX. NAMES AND ADDRESSES OF THE INITIAL BOARD OF DIRECTORS

John R. Hollingsworth
Hollingsworth Flying Service
Drawer 1
Shelby, MS 38774

John Horne
Horne Spray Co., Inc.
P.O. Box 218, Hwy 100
Webbers Falls, OK 74470

Jack Ross
Jack Ross Flying Service
P.O. Box 32, Hwy 52n
Darlington, SC 29532

Leland Shelton
Whiteface Aviation
P.O. Drawer 433
Hereford, TX 79045

Luther C. Gibbs
Gibbs' Aero Sprays Inc.
2912 CR 265
Fremont, OH 43420

Roy Weaver Wood
Wood Spraying Service
Rt. 3, Box 56, Hwy 211 W.
Raeford, NC 28376

Dennis Dixon
Lakeland Agricultural Air Service
P.O. Box 17
Elkhorn, WI 53121

Harold Hardcastle
Hardcastle Ag-air Inc.
Box 1614
Vernon, TX 76384

Don Holmes
Holmes Aerial Sprayers
Rt. 4
Clay Center, KS 67432

James L. Maxwell
Maxwell Flying Service
Rt. 1, Box 90
Benoit, MS 38725

Richard Carroll
Crop Care Inc.
RR 1
Alta Vista, KS 66834

V. Ray Thornton
Can Air Inc.
P.O. Box 5
Belle Rose, LA 70341

J. Gilbert Johnson
J.G. Johnson & Sons
Rt. 3, Box 506
Athens, AL 35611

Alvin Hamman
Al-Don Dusting Service Inc.
P.O. Box 474
Eloy, AZ 85231

George Tidwell
Tidwell Flying Service Inc.
Box 242, Hwy 89 N.
Lonoke, AR 72086

Darrell Frey
Lakeland Dusters Aviation
P.O. Box 926
Corcoran, CA 93212

Arthur Jones
Rocky Mountain Ag Inc.
5668 E. Hwy. 160
Monte Vista, CO 81144

Robert Copeland
San Tan Dusters Inc.
806 W Flint
Chandler, AZ 85224

Al Dahl
Dahl Air Spray Inc.
RR 1, Box 23
Cogswell, ND 58017

James K. Vedder
Visco Flying Co. Inc.
P.O. Box 68
Imperial, CA 92251

George F. Mitchell, Jr.
M&M Air Service
Rt. 8, Box 170
Beaumont, TX 77705

Les H. Mills
Ranch Aviation Inc.
Box 18
LaCrosse, WA 99143

Richard Reade
Mid-Continent Aircraft Corp.
P.O. Drawer L
Hayti, MO 63851

Bill Lavender
Ag-Air Crop Service
P.O. Box 202
Marshallville, GA 31057

H.C. Erickson
Craigmont Air Service Inc.
P.O. Box 342
Craigmont, ID 83523

Rick Read
Reed's Fly-On Farming
P.O. Box 1276
Mattoon, IL 61938

Henry Long
Dollars From Heaven Flying Service
P.O. Box 227
Boonville, IN 47601

Ralph Riedesel
B & C Aerial Applicators Inc.
P.O. Box 72
Dana, IA 50217

Terry Story
Story Aviation Inc.
P.O. Box 57
Avon Park, FL 33953

Jack Keahey
Keahey Flying Service
Rt. 1, Box 636
Columbia, LA 71418

Gene Beaman
Pitt Spraying Inc.
P.O. Box 151
Farmville, NC 27828

Ron Deck
Sky Tractor Company
P.O. Box 675
Hillsboro, ND 58045

Albert P. Averill
Northeast Helicopter Service Inc.
Rt. 1, Box 542
Bucksport, ME 04416

Arthur Heck
Heck Flying Service
3744 State Rt. 103
Willard, OH 44890

John Horne
Horne Spray Company Inc.
P.O. Box 218, Hwy 100
Webbers Falls, OK 74470

Tom Tiffany
Tiffany Ag Service
Rt. 1, Box 80
Vale, OR 97918

Fred Scaman
Cascade Helicopters Inc.
P.O. Box 596
Cashmere, WA 98815

Randell Stephens
Stephens Ag-Air Inc.
Rt. 2, Box 57
Sumner, TX 75486

John E. O'Connell
M.J. Aviation
RR 2, Box 56-A
Letcher, SD 57359

Jim Putney
Jim's Spraying Service
Box 476, Municipal Airport
Junction City, KS 66441

Bill Hatfield
Hatfield's Spraying Service
18155 120th Ave., P.O. Box 8
Nunica, MI 49448

George Hook
Hook Spray Service
19702 172nd St., So.
Big Lake, MN 55309

Vince Muzzi, Jr.
Muzzi Flying Service Inc.
Rt. 1, Box 95
Shaw, MS 38773

James F. Wood
Farmers Ag Service
P.O. Box 303
Marston, MO 63866

Phil Cadwell
Valley Flying Service
2641 Jack Rabbit Lane
Bozeman, MT 59715

Stan Jones
Top Hat Aerial Applicators Inc.
Box 685, Jones Airport
Benkelman, NE 69021

Ray Frye
American Dusting Co.
P.O. Box 86
Hereford, TX 79045

Jack Ross
Jack Ross Flying Service
P.O. Box 32, Hwy 52n
Darlington, SC 29532

J.R. Reabe
Reabe Spraying Service
Rt. 1, Box 425
Plainfield, WI 54966

(winter address)
1080 W. Lava
Flagstaff, AZ 86001

John Goodwin
Custom Farm Service of Arizona
P.O. Box 338
Stanfield, AZ 85272

Vernon H. Trueman
Aero-Engines Inc.
3033 Coolidge Ave.
Los Angeles, CA 90039

George M. Lundy, Jr.
Melex, USA Inc.
1200 Front Street, Suite 101
Raleigh, NC 27609

Robbie Robinson
Chemical Specialties Int'l.
3833 Fairway Drive
Cameron Park, CA 95682

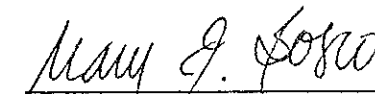
Keith Kuechmann
Mobay Chemical Corp.
Agricultural Chemical Division
P.O. Box 4913, Hawthorn Rd.
Kansas City, MO 64120

Dan Conti
Simplex Mfg.
13340 NE Whitaker Way
Portland, OR 97230

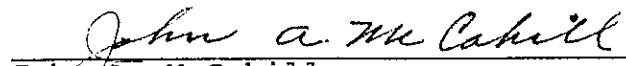
ARTICLE X. NAMES AND ADDRESSES OF EACH INCORPORATOR

The names and addresses, including street and number and zip code, of each incorporator (MINIMUM OF THREE) are:

<u>NAME</u>	<u>ADDRESS</u>
Mary E. Bosco	1250 Connecticut Ave., N.W. Suite 318 Washington, D.C. 20036
John A. McCahill	1250 Connecticut Ave., N.W. Suite 318 Washington, D.C. 20036
Thomas E. Wilson	1250 Connecticut Ave., N.W. Suite 318 Washington, D.C. 20036



Mary E. Bosco



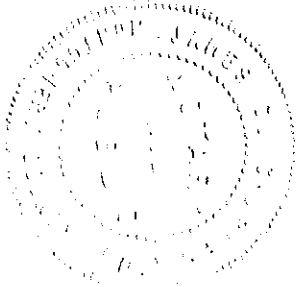
John A. McCahill

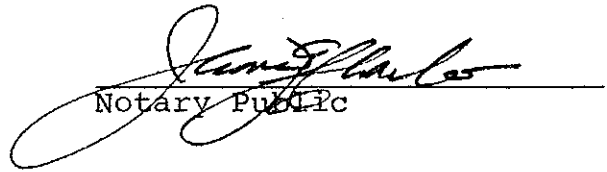


Thomas E. Wilson

(Incorporators)

I, JAMES G. CHARLES, a Notary Public, hereby certify that on the 27th day of DECEMBER, 1984, Mary E. Bosco, John A. McCahill and Thomas E. Wilson appeared before me and signed the foregoing document as incorporators, and have averred that the statements therein contained are true.




Notary Public

My Commission expires 7-1-86