

UNITED STATES OF AMERICA

The State of  Washington

Secretary of State

I, SAM REED, Secretary of State of the State of Washington and custodian of its seal,  
hereby issue this

CERTIFICATE OF INCORPORATION

to

ORCAS ISLAND SHUTTLE, INC.

a/an WA Profit Corporation. Charter documents are effective on the date indicated below.

Date: 12/26/2008

UBI Number: 602-886-393

APPID: 1329893



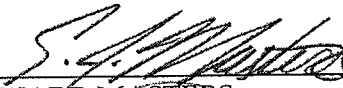
Given under my hand and the Seal of the State  
of Washington at Olympia, the State Capital

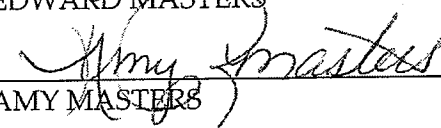
Sam Reed, Secretary of State

**WAIVER OF NOTICE OF MEETING  
OF SHAREHOLDERS AND DIRECTORS OF  
ORCAS ISLAND SHUTTLE, INC.**

THE UNDERSIGNED, being all of the shareholders and directors of ORCAS ISLAND SHUTTLE, INC., a Washington Corporation, do hereby waive notice and publication of notice of the meeting of shareholders and directors of said Corporation; and agree to the holding of said meeting at 160 Exton Road, Orcas, Washington, on the 1st day of January, 2009, at the hour of 9:00 a.m., for the purpose of a general meeting and for the transaction of any other business that may be transacted at the meeting of shareholders and directors.

DATED AND SIGNED this   1   day of January, 2009.

  
\_\_\_\_\_  
EDWARD MASTERS

  
\_\_\_\_\_  
AMY MASTERS

# ORCAS ISLAND SHUTTLE, INC.

## MINUTES OF ORGANIZATIONAL MEETING OF BOARD OF DIRECTORS

### TIME AND PLACE

The organizational meeting of the initial Board of Directors named in the Articles of Incorporation of ORCAS ISLAND SHUTTLE, INC. was held at 160 Exton Road, Orcas, Washington, at 9:00 a.m., on the 1st day of January, 2009, pursuant to a Waiver of Notice signed by the Directors.

### PRESENT

EDWARD MASTERS presided over the meeting as chairman and AMY MASTERS served as Secretary of the meeting.

### ARTICLES OF INCORPORATION

The Chairman reported that the Company's Articles of Incorporation had been filed in the Office of the Secretary of State of the State of Washington, on the 26th day of December, 2008. A counterpart of the Articles, bearing the approval of the Secretary of State and having attached the Certificate of Incorporation, was presented to the meeting and the Secretary was instructed to place the copy of the Articles in the minute's book of the Company.

### BYLAWS

A set of proposed Bylaws for the regulation and government of the affairs of the Company was presented to the meeting. After discussion, and upon motion duly made and seconded, the following resolution was unanimously adopted:

RESOLVED, that the Bylaws in the form presented to this meeting are hereby approved and adopted as the Bylaws of the Company, and that the Secretary is directed to file them in the minute book.

RESOLVED that the form, terms and provisions of an Assignment, Bill of Sale and Assumption Agreement between the Corporation and EDWARD MASTERS and AMY MASTERS providing for the acquisition by the Corporation of certain property from EDWARD MASTERS and AMY MASTERS, in the form presented to the meeting and annexed hereto as **Exhibit A** be, and they hereby are, in all respects, approved and adopted;

RESOLVED that the officers of the Corporation be, and each of them hereby is, authorized and directed to take all such action and to execute all such documents necessary or advisable to consummate and carry out the Agreement and to execute and deliver the same, in the name of and on behalf of the Corporation, with such changes therein or additions thereto as the officers, in their sole discretion, shall deem necessary, advisable or appropriate, the execution of the Agreement by them to conclusive evidence of such approval; and

RESOLVED that the officers of the Corporation be, and each of them hereby is, authorized, empowered and directed to take such further actions and to execute and deliver all such further instruments and documents in the name of and on behalf of the Corporation, and to pay and incur expenses, as shall in his and their judgment be necessary or appropriate to carry out the purposes of the foregoing resolutions, and each of them.

#### BANK ACCOUNT

It was considered advisable for the Company to establish a bank account with Key Bank.

The bank's forms of Bank Resolutions were then presented to the meeting and, on motion duly made and recorded, the resolutions incorporated therein was unanimously adopted.

CHECK SIGNING

There was discussion as to who would be authorized to sign checks. After discussion, and upon motion duly made and seconded, the following resolution was unanimously adopted:

RESOLVED, that EDWARD MASTERS and AMY MASTERS are authorized to sign checks.

CALENDAR YEAR

The Corporation's calendar year was discussed. Upon motion duly made and seconded, the following resolution was unanimously adopted:

RESOLVED, that this Corporation adopted a calendar year, ending the 31st day of December of each calendar year.

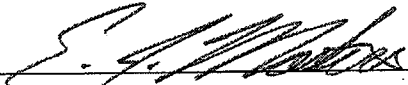
S-ELECTION


RESOLVED, that this Corporation shall be an S-Election for purposes of federal taxation, and that the officers are directed to complete all documentation to effect said election.

IRC 1244 STOCK

The stock issued shall be considered Section 1244 stock qualifying under Section 1244 of the Internal Revenue Code.

There being no further business to come before the meeting, the meeting was adjourned.

  
\_\_\_\_\_  
EDWARD MASTERS

  
\_\_\_\_\_  
AMY MASTERS