



Department of State.

CERTIFICATE OF INCORPORATION

I, IRA H. MASTERS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the original of the articles of incorporation of

GOODMAN OIL COMPANY OF LEWISTON

was filed in the office of the Secretary of State on the **Third** day
of **September** A.D. One Thousand Nine Hundred **Fifty-four** and
duly recorded on Film No. **87** of Record of Domestic Corporations, of the State of Idaho,
and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and
successors are hereby constituted a corporation, by the name hereinbefore stated, for
Fifty (50) Years from the date hereof, with its registered office in this State located at

Lewiston

in the County of

Nez Perce

IN TESTIMONY WHEREOF, I have hereunto
set my hand and affixed the Great Seal of the
State.

Done at Boise City, the Capital of Idaho, this

3rd day of **September,**

A.D., 19 **54**.

Secretary of State.

ARTICLES OF INCORPORATION

-of-

GOODMAN OIL COMPANY
OF LEWISTON

KNOW ALL MEN BY THESE PRESENTS, That we, whose names are subscribed hereto, all of whom are ^{full-age} /citizens of the United States, do under and in pursuance of the general corporation laws of the State of Idaho, and all amendments thereto, hereby organize, constitute and associate ourselves, and such other person or persons as may hereafter become associated with us, into a body politic and corporate, and to that end execute the following Articles of Incorporation, and we do hereby set forth and declare as follows:

I.

That the name of this Corporation is and shall be "GOODMAN OIL COMPANY OF LEWISTON".

II.

That the purposes and objects for which this corporation is formed, are:

a. To mine, prospect or drill for, buy or sell petroleum and any and all of its products, to manufacture, refine, prepare for market, buy, sell and transport the same in the crude or refined condition; and to acquire for these purposes, gas and oil lands, lease holds and other interests in real estate and gas, oil and other rights.

b. To construct and maintain conduits and lines of tubing and piping for the transportation of oil. To transport such oil and gas by means of such pipes, trucks, tank cars and otherwise, and to sell and supply the same to others; to lay, buy, sell, lease and operate pipe lines and storage tanks to be used for the transportation and storing oils and gas and to do a general pipe line and storage business, and to do all and everything necessary or convenient or proper in the transaction of anything connected with, or incidental to any and all of the said objections and purposes.

c. To purchase or lease or improve, sell and convey real estate and to construct, lease and maintain thereon wholesale and retail gasoline service stations and warehouses and other plants, buildings or improvements

as shall be necessary or proper for conducting the business of this corporation either within or without the State of Idaho; and to buy, or lease, improve, sell or convey such other real estate as shall be acquired by this corporation in the conducting of its business.

d. To operate service stations for automobiles and to buy, handle, sell or distribute automobiles, automobile equipment and accessories and any and all other things used, owned or sold in connection with the operating of service stations.

e. To enter into, make, perform, and carry out contracts of every sort and kind with any person, firm, association, corporation, private, public or municipal, and to have one or more offices to carry on any part of its operations and business in or out of this State and in such place and places as shall from time to time be found necessary and convenient for the purposes of the Company's business;

f. To borrow money in the name of this corporation in such amount as the directors or stockholders may determine and issue in evidence thereof, notes, bonds or other evidences of indebtedness of this corporation, and secure payment of the same by mortgages, trust deeds or other conveyances on all or any portion of its property either real or personal.

g. To adopt such means of making known to the public the products of the Company as may seem expedient, and in particular by advertising, by circulars, by purchase and exhibition of works of art or interest, by publication of pamphlets, books and periodicals;

h. To purchase, own, hold, vote, sell or hypothecate the stock and bonds of other corporations and to take in the name of this corporation such stock, bonds, notes, mortgages, deeds, conveyances or other evidences of indebtedness, ownership, title or securities as may be acquired by this corporation in the usual and ordinary transaction of its business.

i. To invest or loan its capital or other funds in or upon any form of property and in such manner and in, or upon such security as it may desire.

j. To sell or otherwise dispose of, in whole or in part, any or all of the Company's business, property, rights, and interests, and to carry on

any other business which may, in the discretion of the directors, seem capable of being conveniently carried on in connection with the above or calculated directly or indirectly to enhance the value of the Company's property or rights;

k. To conduct the business of this corporation as hereinabove set out to any place or places within the State of Idaho, or in any other state or territory of the United States as the Board of Directors may from time to time determine.

III.

That the place where the principal business of this Corporation shall be transacted is the City of Lewiston, Nez Perce County, State of Idaho.

IV.

That the corporate existence of this Corporation shall be limited to a term of fifty years from the date of its incorporation.

V.

That the corporate powers of this Corporation shall be vested in a board of three directors.

VI.

That the amount of the authorized capital stock of this Corporation shall be One Hundred Thousand & no/100 Dollars (\$100,000.00), divided into One thousand (1,000) Shares of the par value of One Hundred & no/100 Dollars (\$100.00) each.

VII.

That the following is the amount of said Capital Stock that has been actually subscribed, the number of shares subscribed by each subscriber, and the names of the persons who have subscribed therefor:

NAME	NO. OF SHARES	PAR VALUE
R. W. Goodman	10	\$100.00
Edwin Goodman	9	\$100.00
Mrs. Dora Goodman	1	\$100.00

IN WITNESS WHEREOF, We have hereunto set our hands this 1st day of

September, 1954.

2817 Fairview Ave.
Boise, Idaho

R. W. Goodman

Dora Goodman

Edwin Goodman

Same

Same

STATE OF IDAHO)
COUNTY OF ADA) ss

On this 1st day of September, 1954, before me, the undersigned, a Notary Public for and in said State, personally appeared R. W. GOODMAN, EDWIN GOODMAN and ~~EDWIN~~ DORA GOODMAN, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, the day and year in this certificate first above written.

N. J. Hyman

STATE OF IDAHO)
COUNTY OF ADA) ss

R. W. GOODMAN, Being first duly sworn, deposes and says: That he is one of the individual persons who subscribed to the foregoing Articles of Incorporation, and that he was then and is now a bona fide resident of the State of Idaho.

R. W. Goodman

SUBSCRIBED AND SWORN, To before me, this 1st day of September, 1954.

N. J. Hyman

Notary Public for Idaho,
Residence: Boise, Idaho.