



Department of State.

**AMENDED CERTIFICATE OF AUTHORITY
OF
CARIBOU FOUR CORNERS, INC.**

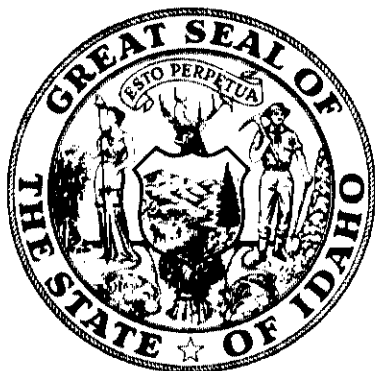
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that
duplicate originals of an Application of CARIBOU FOUR CORNERS, INC.

_____ for an Amended Certificate of Authority to transact business in
this State, duly signed and verified 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 Amended
Certificate of Authority to MAVERIK COUNTRY STORES, INC.

_____ to transact business in this State under the name MAVERIK COUNTRY
STORES, INC. and attach hereto a duplicate
original of the Application for such Amended Certificate.

Dated October 3, 19 88.



Pete T. Cenarrusa
SECRETARY OF STATE

Corporation Clerk

**APPLICATION FOR AMENDED CERTIFICATE
OF AUTHORITY**

To the Secretary of State of the State of Idaho:

Pursuant to Section 30-1-118, **Idaho Code**, the undersigned corporation hereby applies for an amended certificate of authority to transact business in the State of Idaho and for that purpose submits the following statement.

1. A Certificate of Authority was issued to the corporation by your office on September 17, 19 88, authorizing it to transact business in the State of Idaho under the name of _____

CARIBOU FOUR CORNERS, INC.

2. Its corporate name has been changed to MAVERIK COUNTRY STORES, INC.

(Note: If the corporation name has not been changed, insert "No change.")

3. The name which it shall use hereafter in the State of Idaho is MAVERIK COUNTRY STORES, INC.

4. It desires to pursue in the transaction of business in the State of Idaho purposes other than or in addition to those set forth in its prior application for certificate of authority, as follows:

NO CHANGE

(Note: If no additional purposes are proposed, insert "No change.")

Dated September 12, 1988

MAVERIK COUNTRY STORES, INC.

(Corporation Name)

By William Call
Its President/~~Vice President~~ (please specify)

and _____
Its Secretary/~~Assistant Secretary~~ (please specify)

STATE OF Wyoming)
COUNTY OF Lincoln) ss:

I, Kerma N. Harmon, a notary public, do hereby certify that on this 12th day of September, 19 88, personally appeared before me William Call and Val Call, who being by me first duly sworn, declared that (s)he is the President & V.P. of MAVERIK COUNTRY STORES, INC.

they
that (s)he signed the foregoing document as Executive officers of the corporation and that the statements therein contained are true.

Kerma N. Harmon
Notary Public

State of Wyoming



OFFICE OF THE SECRETARY OF STATE

United States of America, }
State of Wyoming } ss.

I, KATHY KARPAN, Secretary of State of the State of Wyoming, do hereby certify

. . . that CALL OIL COMPANY, INC., a corporation organized under the laws of the state of Wyoming, did on July 8, 1959, complete all filings required of a domestic corporation to qualify to do business in the state of Wyoming.

I further certify that on April 19, 1968, an Agreement of Merger between CARIBOU FOUR CORNERS OIL COMPANY, INC. AND CALL OIL COMPANY, INC., the surviving corporation, was filed in this office and admitted to record.

I further certify that CALL OIL COMPANY, INC., changed its name to CARIBOU FOUR CORNERS, INC. in the Agreement of Merger filed in our office on April 19, 1968.

I further certify that CARIBOU FOUR CORNERS, INC. changed its name to MAVERIK COUNTRY STORES, INC. in Articles of Amendment filed in our office on February 20, 1987.

IN TESTIMONY WHEREOF, I have hereunto set my hand and
affixed the Great Seal of the State of Wyoming. Done at
Cheyenne, the Capital, this twenty-third day of
September A.D. 19 88



Kathy Karpan
Secretary of State

By

Jeane Sawyer