

State of Idaho

Department of State

CERTIFICATE OF DISSOLUTION OF

RUNNING ON EMPTY, INC.
File Number C 95158

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Dissolution of RUNNING ON EMPTY, INC., duly executed 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 Dissolution, and attach hereto a duplicate original of the Articles of Dissolution.

Dated: February 26, 1996



Pete T. Cenarrusa
SECRETARY OF STATE

By *Shelby J. Clark*

FEB 23 8 33 AM '96

SECRETARY OF STATE

ARTICLES OF DISSOLUTION
OF
RUNNING ON EMPTY, INC.

IDaho SECRETARY OF STATE
DATE 02/26/1996 0900 40535
CUST# 45211
PROF DISBO 30.00= 30.00

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Pursuant to the provisions of Section 30-1-92 of the Idaho Business Corporation Act, the undersigned Corporation adopts the following Articles of Dissolution for the purpose of dissolving the Corporation.

FIRST: The name of the Corporation is RUNNING ON EMPTY, INC., and its post office address is as follows: 508 Northwest Blvd., Coeur d'Alene, Idaho 83814.

SECOND: The names and addresses of the last officers and directors of the Corporation are:

ROBERT P. D'ELSEAUX
Director and President
P.O. Box 30275
Billings, Montana 59107

CAROL D'ELSEAUX
Director and Secretary/Treasurer
P.O. Box 30275
Billings, Montana 59107

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SECRETARY OF STATE
IDaho

THIRD: Notice to creditors was given as required by Section 30-1-87 of the Idaho Business Corporation Act.

FOURTH: All debts, obligations, and liabilities of the Corporation have been paid and discharged, or adequate provision has been made therefor.

FIFTH: All remaining property and assets of the Corporation have been distributed to its shareholders in proportion to their respective rights and interests.

SIXTH: There are no suits pending against the Corporation in any court in respect of which adequate provision has not been made for the satisfaction of any judgement.

SEVENTH: A resolution to dissolve this Corporation was adopted by unanimous written consent of the shareholders in the manner required by Section 30-1-84 of the Idaho Business Corporation Act.

DATED this 31st day of December, 1995.

RUNNING ON EMPTY, INC.

By 
ROBERT P. D'ELSEAUX, President

By 
CAROL D'ELSEAUX, Secretary

STATE OF IDAHO)
):SS.
County of Kootenai)

CAROL D'ELSEAUX of Billings, Montana, being first duly sworn on oath, deposes and says: That she is the Secretary of RUNNING ON EMPTY, INC., an Idaho corporation, and makes this verification for and on its behalf; that she has read the above and forgoing Articles of Dissolution, knows the contents thereof, and believes the same to be true.

Carol D'Elseaux
CAROL D'ELSEAUX

SUBSCRIBED AND SWORN to before me this 31st day of December, 1995.

Jamie L. Duman
Notary Public for Idaho
Residing at Hayden, Idaho
My commission expires 11-25-2000