



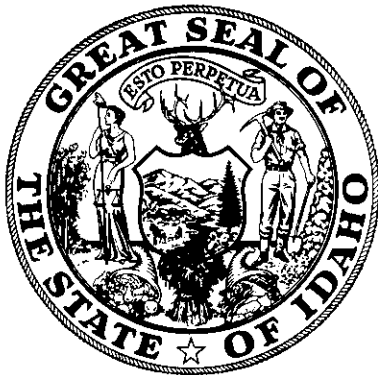
CERTIFICATE OF INCORPORATION  
OF

BOOZER OIL COMPANY, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed 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 Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: **October 21, 1985**



A handwritten signature in cursive script, reading "Pete T. Cenarrusa".

SECRETARY OF STATE

by: \_\_\_\_\_

100-1010

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ARTICLES OF INCORPORATION  
OF  
BOOZER OIL COMPANY, INC.

KNOW ALL MEN BY THESE PRESENTS: The we, the undersigned, being of legal age, citizens and residents of the United States, for the purpose of forming a corporation under and by virtue of the laws of the State of Idaho relating to private corporations, have this day voluntarily associated ourselves together and hereby agree as follows:

ARTICLE I.

The name of the corporation shall be Boozer Oil Company, Inc.

ARTICLE II.

This corporation shall have perpetual existence, unless the same is sooner dissolved or disincorporated pursuant to law.

ARTICLE III.

Said corporation is organized at, and the place of its principal office and business shall be 1300 West Broadway, P. O. Box 77, Idaho Falls, Idaho 83402, but branch places of business, each complete in itself for the conducting and carrying on of any part of the business of the corporation, or the whole thereof, may be established at other places, whether within or without the state of Idaho, or the United States of America. The registered agent of said corporation is Robert A. Boozer.

ARTICLE IV.

The amount of the capital stock of this corporation shall be \$500,000 divided into 50,000 shares of the par value of \$10.00 each.

ARTICLE V.

The name and post office address of the incorporators, each of whom have subscribed to one share of stock and all of whom constitute the initial Board of Directors of the corporation, are as follows:

Robert A. Boozer	P. O. Box 77 Idaho Falls, Idaho 83402
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Christine Boozer	P. O. Box 77 Idaho Falls, Idaho 83402
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#### ARTICLE VI.

The purposes and objects for which this corporation is formed shall be:

(1) To own and operate a wholesale and retail business for the purpose of selling oil products, tires, service stations, convenience grocery stores, and related business ventures.

(2) To purchase, hold, own and sell real property, improved and unimproved, or any interest therein or easement thereon; to loan money upon real property or otherwise, and to accept secured and unsecured notes and collateral for the same; to execute notes, deeds of trust, mortgages, chattel mortgages; to enter into leases as landlord or tenant; and to invest in and hold for investment any and all real property, shares of stock; bonds, either government, private or corporate; to exchange and enter into agreements of exchange for one parcel of real property for another parcel of real property.

(3) To purchase, improve, develop, lease, exchange, sell, dispose of, and otherwise deal in and turn to account, real estate; to purchase, lease, build, construct, erect, occupy and manage buildings of every kind and character whatsoever; to finance the purchase, improvement, development and construction of land and buildings belonging to or to be acquired by this company, or any other person, firm or corporation.

(4) To underwrite, subscribe for, buy, sell, pledge, mortgage, hold, or otherwise deal in stocks, bonds, obligations or securities of any private or public corporation, government or municipality, trusts, syndicates, partnerships or individuals, and to do any other act or thing permitted by law for the preservation, protection, improvement or enhancement of the value of such shares of stock, bonds, securities, or other obligations including the right to vote thereon.

#### ARTICLE VII.

All stock of the corporation not subscribed for shall remain in the treasury as treasury stock, and may be sold and issued by the corporation at such times and for such purposes and upon such terms and conditions as the Board of Directors may determine, including the power and authority to issue said stock for consideration other than cash.

ARTICLE VIII.

The private property of the stockholders of this corporation shall not be liable for the debts of the corporation.

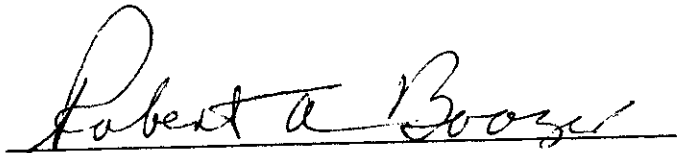
ARTICLE IX.

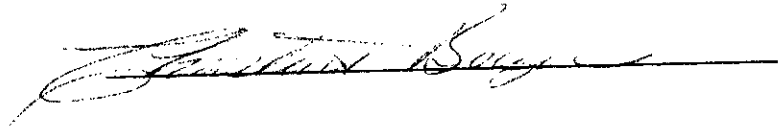
The power to repeal and amend By-Laws and adopt new By-Laws is hereby conferred upon the Board of Directors, as well as upon the shareholders, to be exercised by such vote of such directors, or of the allotted shares, as the case may be, not less, however, than a majority thereof, as may be fixed by the By-Laws.

ARTICLE X.

All or any meetings of the stockholders or of the Board of Directors may be held within or without the State of Idaho.

IN WITNESS WHEREOF, we have hereunto set our hands this 30th day of September, 1985.

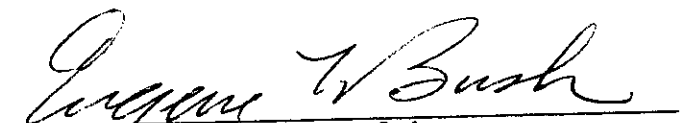




STATE OF IDAHO                    )  
  :SS.  
County of Bonneville         )

On this 30th day of September, 1985, before me, the undersigned, a Notary Public for Idaho, personally appeared ROBERT A. BOOZER and CHRISTINE BOOZER, known to me to be the persons whose names are subscribed to the within Articles of Incorporation, 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 first above written.

  
Notary Public for Idaho  
Residing at Idaho Falls, Idaho  
My Commission Expires:

(seal)