

ARTICLES OF INCORPORATION
OF
GREENWOOD PIONEER STOP, INC.

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SECRETARY OF STATE
STATE OF IDAHO

WE, THE UNDERSIGNED, being natural persons of full age, all of whom are natural citizens of the United States of America, do hereby voluntarily associate ourselves for the purpose of forming a corporation under Title 30, Chapter 1, Idaho Code, and other applicable laws of the State of Idaho.

FIRST

The name of the corporation is and shall be Greenwood Pioneer Stop, Inc..

SECOND

The purposes of the corporation are as follows:

To engage in all types of lawful business activity.

To engage in the business of the sale of goods and services, the operation of a restaurant, and the operation of a convenience store.

To buy and sell, export, import, lease, exchange and generally deal in real and personal property of every class and description.

To manufacture, purchase, or otherwise acquire, own, mortgage, pledge, sell, assign and transfer, or otherwise dispose of, to invest, trade, deal in and with goods, wares and merchandise.

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IDaho SECRETARY OF STATE

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To act as agents for the purchase, sale, and handling of goods, ware, merchandise and literary properties of any and all types and descriptions for the account of the corporation or as factor, agent, procurer, or otherwise for or on behalf of another.

To manufacture, repair, replace, produce or otherwise acquire, alter or repair merchandise of every class, nature and description, whether as principal or agent, whether now known or hereafter to be discovered or invented.

To build structures and facilities of all kinds and descriptions.

To deal in stocks, bonds, or other securities, investments including the purchase and sale of the same, and in particular to purchase and sell, deal in or trade stocks issued by this corporation, and to acquire its own stock in such manner and upon such terms and conditions as the Board of Directors may determine to be in the best interests of the corporation.

To purchase, lease, mortgage, deal in or with all and every class and kind of real estate.

To likewise do all and everything necessary, suitable and proper for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers hereinbefore set forth, either along or in association with other corporations, firms or individuals, and to enter into, make, perform and carry out contracts of every kind and for any lawful purpose, without limit as to amount, with any person, firm association, corporation, municipality, state or government, or any

subdivision or district thereof, and to do every other act or acts, thing or things incidental or appurtenant to or growing out of or connected with the aforesaid objects or purposes or any part or parts thereof, provided the same be not inconsistent with the laws under which this corporation is organized.

The purposes specified herein shall be construed both as purposes and powers and shall be in no way limited or restricted by reference to, or inference from, the terms of any other clause in this or any other article, but the purposes and powers specified in each of the clauses herein shall be regarded as independent purposes and powers, and the enumeration of specific purposes and powers shall not be construed to limit or restrict in any manner the meaning of general terms or of the general powers of the corporation; nor shall the expression of one thing be deemed to exclude another, although it be of like nature not expressed.

THIRD

The duration of this corporation shall be perpetual.

FOURTH

The location of the registered office of the corporation in the State of Idaho is 2212 East 600 South, Hazelton, Idaho 83335. The post office address of the registered office of the corporation is 2212 East 600 South, Hazelton, Idaho 83335. The name of the registered agent for the corporation is Kelly Mai whose physical address is 2212 East 600 South, Hazelton, Idaho 83335 and whose post office address is 2212 East 600 South,

Hazelton, Idaho 83335

FIFTH

The total authorized number of shares is 100 having no par value. The stock of the corporation is of but one class: Common. Shares are nonassessable by or on behalf of the corporation.

SIXTH

The corporation shall adopt bylaws which are not inconsistent with law or these Articles of Incorporation, which bylaws shall provide for the election of a Board of Directors and officers of the corporation who shall conduct and carry on the internal affairs of the corporation in accordance with the provisions of such bylaws. The Board of Directors and corporate officers shall have power and authority to perform all acts authorized by law and the bylaws of the corporation, including, but not limited to, the right to elect to have the corporation treated as a Sub-Chapter S Corporation, and to have the corporation indemnify its directors, officers, employees and agents.

SEVENTH

The names and post office address of the incorporator, and the number of share of stock subscribed each, are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARE</u>
Kelly Mai	2212 East 600 South, Hazelton, Idaho 83335	50

Loretta Mai

2212 East 600 South
Hazelton, Idaho 83335

50

The initial Board of Directors who shall serve until the first meeting of incorporators is as follows:

Kelly Mai - 2212 East 600 South, Hazelton, Idaho 83335

Loretta Mai - 2212 East 600 South, Hazelton, Idaho 83335

EIGHT

The power to repeal and amend By-Laws and adopt new By-Laws shall rest with the Board of Directors by a majority vote of the Directors.

IN WITNESS WHEREOF, the incorporators above named have signed their names this 14th day of June, 1999.

GREENWOOD PIONEER STOP, INC.



Kelly Mai



Loretta Mai

STATE OF IDAHO)
) ss.
County of Minidoka)

On this 14th day of June, 1999, before me the undersigned Notary Public in and for said State, personally appeared KELLY MAI and LORETTA MAI, known to

me to be the persons whose names are subscribed to the foregoing 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 first above written.

(SEAL)

Linell Watson
Notary Public
Residing at Burley, ID
My Commission expires 10/10/2003