



Department of State.

**CERTIFICATE OF AUTHORITY
OF**

STATES, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of STATES, INC. for a 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 Certificate of Authority to STATES, INC. to transact business in this State under the name STATES, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated September 10, 1990



Pete T. Cenarrusa
SECRETARY OF STATE

Elizabeth M. ...
Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is STATES, INC. 90 SEP 10 89 10 31

2. The name which it shall use in Idaho is _____

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of Texas

4. The date of its incorporation is March 5, 1984 and the period of its duration is Perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is 300 N. Breckenridge Avenue, Breckenridge, Texas 76024

6. The address to which correspondence should be addressed, if different from that in item 5. P.O. Box 911, Breckenridge, Texas 76026

7. The street address of its proposed registered office in Idaho is 300 North 6th Street
Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is C T CORPORATION SYSTEM

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
To engage in the transaction of any or all lawful business for which corporations may be incorporated

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
SEE ATTACHED		

(continued on reverse)

Name

Office

Address

- 10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.
- 11. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: August 27, 1990

STATES, INC.

(Corporation Name)

By Fred F. Dueser ✓
Fred F. Dueser Its President, ~~Vice President (please specify)~~

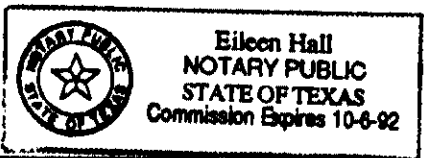
and Ronald A. Holloway ✓
Ronald A. Holloway Its Secretary, ~~Assistant Secretary (please specify)~~

STATE OF Texas)

COUNTY OF Stephens) ss:

I, Eileen Dace, a notary public, do hereby certify that on this 27th day of August, 19 90, personally appeared before me Fred F. Dueser, who being by me first duly sworn, declared that (s)he is the President of STATES, INC.

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



Eileen Dace
Notary Public

STATES, INC.
Names and addresses of officers and directors

<u>Name</u>	<u>Title</u>	<u>Address</u>
Lester Clark	Chairman	304 N. Breckenridge Ave. Breckenridge, TX 76024
Fred F. Dueser	President	300 N. Breckenridge Ave. Breckenridge, TX 76024
John H. Connally	Executive Vice President & Treasurer	300 N. Breckenridge Ave. Breckenridge, TX 76024
O. H. Reaugh	Senior Vice President & Assistant Secretary	300 N. Breckenridge Ave. Breckenridge, TX 76024
E. Bruce Street	Vice President	901 4th St. Graham, TX 76046
M. Boyd Street	Vice President	901 4th St. Graham, TX 76046
Ronald A. Holloway	Secretary	300 N. Breckenridge Ave. Breckenridge, TX 76024
Conner Stamper	Assistant Treasurer	300 N. Breckenridge Ave. Breckenridge, TX 76024

Lester Clark	Director	304 N. Breckenridge Ave. Breckenridge, TX 76024
Fred F. Dueser	Director	300 N. Breckenridge Ave. Breckenridge, TX 76024
John H. Connally	Director	300 N. Breckenridge Ave. Breckenridge, TX 76024
O. H. Reaugh	Director	300 N. Breckenridge Ave. Breckenridge, TX 76024
E. Bruce Street	Director	901 4th St. Graham, TX 76046
M. Boyd Street	Director	901 4th St. Graham, TX 76046



The State of Texas

SECRETARY OF STATE

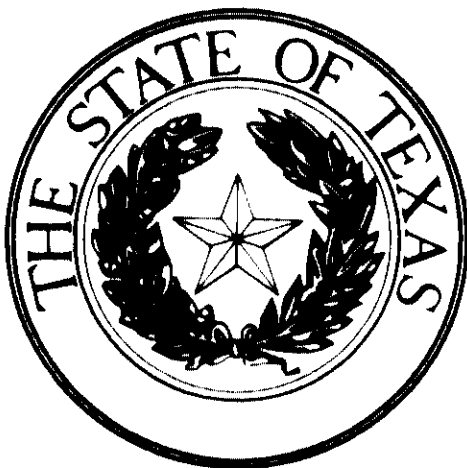
IT IS HEREBY CERTIFIED, that
Articles of Incorporation
of

STATES, INC.

were filed in this office and a certificate of
incorporation was issued on

March 5, 1984;

IT IS FURTHER CERTIFIED, that no certificate
of dissolution has been issued, and the corporation
is still in existence.



*IN TESTIMONY WHEREOF, I have hereunto
signed my name officially and caused to be im-
pressed hereon the Seal of State at my office in
the City of Austin, this*

24th day of August, A.D. 1990

George S Bayard Jr.
Secretary of State

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