



CERTIFICATE OF INCORPORATION
OF

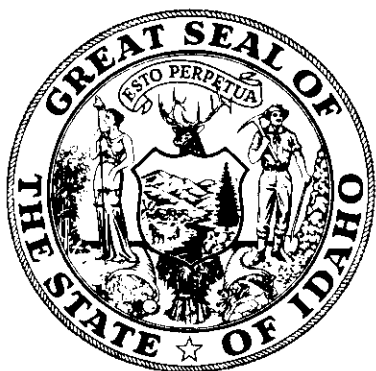
SCOTTY'S SERVICE, INC.

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 _____
SCOTTY'S SERVICE, INC.,

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 September 17, 19 79.



SECRETARY OF STATE

Corporation Clerk

FILED

ARTICLES OF INCORPORATION
OF

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SCOTTY'S SERVICE, INC.

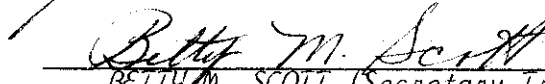
SECRETARY OF
STATE

- I. The name of this corporation shall be Scotty's Service, Inc.
- II. The purpose for which the corporation was formed are:
1. To buy and sell petroleum and petroleum products, tires, batteries, accessories and such related products that are pertinent to the selling of such products.
 2. To borrow money, contract debts, make contracts, and to exercise any and all powers as a natural person could lawfully make, do perform or exercise which may be necessary, convenient for the accomplishment of any of its objects or purposes, providing the same be not inconsistent with the laws of the State of Idaho and to that end enumeration of such powers shall not be deemed inclusive.
- III. The terms of existence of this corporation shall be perpetual.
- IV. The registered office of this corporation in the State of Idaho shall be ^{* Elizabeth Park} P. O. Box 267, Kellogg, Idaho, 83837. The registered agent shall be John L. Scott, residing at Elizabeth Park-Kellogg, Idaho-83837.
- V. The total authorized capital stock of the corporation is twenty-five thousand dollars (\$25,000.00) divided into twenty-five thousand shares (25,000) of the par value of One Dollar (\$1.00) each.
- VI. All shares of stock shall be common.
- VII. The names and places of residence of each of the incorporators and the number of shares subscribed for by each, are as follows:

NAMES	RESIDENCE	NO. OF SHARES
JOHN L. SCOTT	Elizabeth Park Kellogg, Idaho-83837	12,000
BETTY M. SCOTT	Elizabeth Park Kellogg, Idaho-83837	12,000
MABEL L. LA CELLE	Ridgeway Drive Hayden Lake, Idaho-83835	100

- VIII. The capital stock of this corporation shall be non assessable and the private property of the shareholders in this corporation shall not be subject to the payment of corporate debts, obligations and liabilities to any extent whatever.
- IX. The Board of Directors, of this corporation, shall have the power to repeal, amend or add to the by-laws of this corporation by a two third vote.
- X. We, the undersigned all being of full age and citizens of the United States, and being all the original subscribers to the capital stock hereinbefore named, for the purpose of forming a corporation under the laws of the State of Idaho, do make, file and record this certificate, and do hereby certify the facts herein stated are true and we have accordingly hereunto set our respective hands this SECOND day of July A. D., 1979


JOHN L. SCOTT (President)


BETTY M. SCOTT (Secretary-Treasurer)


MABEL L. LA CELLE (Vice-President)

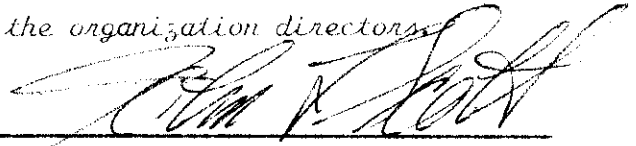
* as per Jerry La Celle.

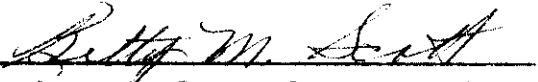
The following were present: John L. Scott, Betty M. Scott and Mabel L. La Celle being all the incorporators of the corporation.

John L. Scott was appointed Chairman of the meeting and Betty M. Scott was appointed Secretary. These are the organization directors.

Elizabeth Park-Kellogg, Idaho
Mailing address-P.O.Box 267
Kellogg, Idaho-83837

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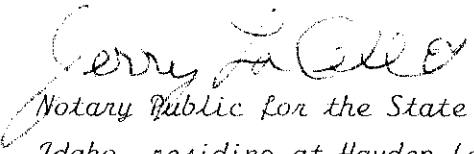

John L. Scott, Chairman of Organization


Betty M. Scott, Secretary of Org.

State of Idaho)

County of Shoshone)

Personally appeared before me, the undersigned, a Notary Public, in and for said State, this 2nd day of July, 1979, John L. Scott, Betty M. Scott, Mabel L. La Celle, to me known and known to me to be the persons described in and who executed the foregoing instrument, and they duly severally acknowledged to me that they executed the same for the use and purposes therein mentioned. Witness my hand and official seal on the day and year last aforesaid.


Notary Public for the State of
Idaho, residing at Hayden Lake,
Idaho