

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY OF

VALCO PETROLEUM, INC.
File number C 106761

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

Dated: June 23, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By *Sherry DeWitt*

APPLICATION FOR CERTIFICATE OF AUTHORITY

REDEEMED
SEC. OF STATE (Profit Corporation)

84 MM 23 AM 8 50

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 Valco Petroleum, Inc.

2. The name which it shall use in Idaho is Valco Petroleum, Inc.

(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 Washington

4. The date of its incorporation is 12-31-93 and the period of its duration, if other than perpetual, is _____

5. The address of its principal office in the state or country under the laws of which it is incorporated is
18826 East Appleway, Greenacres, Wa 99016

6. The address to which correspondence should be addressed, if different than item 5, is

7. The street address of its proposed registered office in Idaho is 300 No 6th Street
Boise, ID 83701, and the name of its proposed registered agent in Idaho at that address is CT Corporation System

8. The purpose or purposes which it is proposed to pursue in the transaction of business in Idaho are:
Wholesale Distribution of Petroleum products.

(Continued on reverse)

Submit applications and certificate of status to:

Office of the Secretary of State
Division of Corporations
P.O. Box 83720
Boise, Idaho 83720-0080

Secretary of State use only

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19940623 0900 90722 2
CK #: 17030 CUST# 38589
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9. The names and respective addresses of its directors and officers are:

Name	Office	Address
Dallas Herron	President	131 Hilltop Ave Kalispell, MT 59901
Corey Edens	Vice-President	536 Crestview Kalispell, MT 59901
Susan Herron	Treasurer	131 Hilltop Ave Kalispell, MT 59901
Christopher Herron	Secretary	261 Edgewood Dr Kalispell, MT 59901

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, dated within 90 days, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: 6/13/94

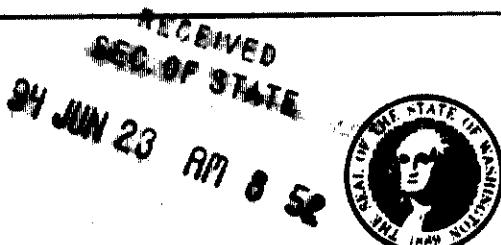
By Corey Edens Valco Petroleum, Inc.
(Corporation name)
and Christopher Herron Its President/Vice President (please specify)
Debra R Szalay Its Secretary/Assistant Secretary (please specify)

STATE OF Montana)
COUNTY OF Flathead) ss:

I, Debra R Szalay, a notary public, do hereby certify that on this 20th day of June, 19 94, personally appeared before me Corey Edens & Christopher Herron, who being by me first duly sworn, declared that they is the Vice President & Secretary of Valco Petroleum, Inc.

that they signed the foregoing documents as Vice-President & Secretary of the corporation and that the statements therein contained are true.

Debra R Szalay
Notary Public



STATE of WASHINGTON SECRETARY of STATE

CERTIFICATE OF EXISTENCE/AUTHORIZATION

OF

VALCO PETROLEUM, INC.

***I, RALPH MUNRO, Secretary of State of the State of Washington, hereby certify
that I am the custodian of the corporation records of this state.***

***I FURTHER CERTIFY that the records on file in this office show that the
above - named profit corporation was incorporated under the laws of the State of
Washington and was issued a certificate of incorporation
in Washington on December 31, 1993.***

***I FURTHER CERTIFY that as of the date of this certificate no Articles of
Dissolution or Certificate of Withdrawal have been filed, that the conditions of the
Revised Code of Washington, Title 23B.01.280(2) (a) through (d) have been met, and
the corporation is duly authorized to transact business in the corporate form in the
State of Washington.***

Date: May 31, 1994

Given under my hand and the seal of the State
of Washington, at Olympia, the State Capitol.

Ralph Munro Secretary of State

C. French