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SECRETARY OF STATE  
STATE OF IDAHO

**ARTICLES OF INCORPORATION**  
**OF**  
**KAMIAH KWIK TRIP, INC.**

**THE UNDERSIGNED**, acting as incorporators of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

**FIRST:** The name of the corporation is **KAMIAH KWIK TRIP, INC.**

**SECOND:** The period of its duration is perpetual.

**THIRD:** The purpose or purposes for which the corporation is organized are: the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

**FOURTH:** The aggregate number of shares which the corporation shall have authority to issue is one thousand. The par value shall be one dollar per share.

**FIFTH:** Provisions denying preemptive rights are: none.

**SIXTH:** Provisions for the regulation of the internal affairs of the corporation shall be provided for in the by-laws of the corporation.

**SEVENTH:** The address of the initial registered office of the corporation is: **KAMIAH KWIK TRIP, INC., C/O Daniel M. Johnson, Attorney, P. O. Box 36, Nezperce, Id. 83543.**

The name of its initial registered agent at such address is **Daniel M. Johnson, Attorney at Law.**

**EIGHTH:** The number of directors constituting the initial board of directors of the corporation is two. The name and address of the persons who are to serve as directors until the first annual meeting of the shareholders or until successors are elected and shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>
Jason K. Mercer	1317 S. Mica Park Dr. Spokane, WA 99206
Kathy L. Mercer	1317 S. Mica Park Dr. Spokane, WA 99206

IDAHO SECRETARY OF STATE

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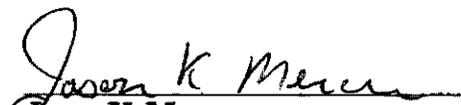
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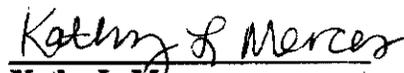
**NINTH:** The name and address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Jason K. Mercer	1317 S. Mica Park Dr. Spokane, WA 99201-16
Kathy L. Mercer	1317 S. Mica Park Dr. Spokane, WA 99201-16

**DATED** this 8<sup>th</sup> day of February, 1999.

**INCORPORATOR:**

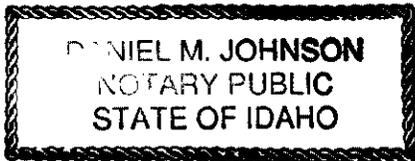
  
Jason K. Mercer

  
Kathy L. Mercer

STATE OF IDAHO            )  
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County of Lewis            )

On this 8<sup>th</sup> day of February, 1999 before me a Notary Public in and for State of Idaho, personally appeared **Jason K. Mercer and Kathy L. Mercer**, known or identified to me, to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

SEAL



*Daniel M. Johnson*  
Notary Public, State of Idaho,  
Residing at Negunee, Id.  
My Commission Expires: 5/20/03