



## Department of State.

### CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho do hereby certify that the original of the articles of incorporation of

**MINI MARTS, INC.**

was filed in the office of the Secretary of State on the **Thirteenth** day  
of **September** A.D. One Thousand Nine Hundred **Sixty-five** and  
**will be**  
/ duly recorded on ~~XXXXX~~ **microfilm** of Record of Domestic Corporations, of the State of Idaho,  
and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and  
successors are hereby constituted a corporation, by the name hereinbefore stated, for  
**perpetual existence** from the date hereof, with its registered office in this State located at  
**1112 Maple Street, Coeur d'Alene** in the County of **Boise**.

IN TESTIMONY WHEREOF, I have hereunto  
set my hand and affixed the Great Seal of the  
State. Done at Boise City, the Capital of Idaho,  
this **13th** day of **September**,  
A.D., 1965 .

Secretary of State.

ARTICLES OF INCORPORATION

of

MINI MARTS, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we the undersigned, being natural citizens of full age and citizens of the United States of America, in order to form a corporation for the purposes hereinafter stated, under and pursuant to the provisions of the general laws of the State of Idaho do hereby certify as follows:

ARTICLE I

The name of the Corporation shall be "Mini Marts, Inc.".

ARTICLE II

The Corporation's purposes are:

A. To acquire, hold, work, operate stores for the sale of food, beverages, and other items normally associated with the sale of groceries.

B. To engage in any business related or unrelated to that described in Clause A of this Article and from time to time authorized or approved by the Board of Directors of this Corporation.

C. To act as a partner or a joint venture in any transaction.

D. To have and exercise all rights and powers from time to time granted to a corporation by law.

ARTICLE III

The Corporation is to have perpetual existence; and, the registered office of this Corporation in the State of Idaho shall be 1112 Maple Street, Coeur d'Alene, Kootenai County, Idaho.

ARTICLE IV

Each incorporator set forth subscribes to one share of common stock.

#### ARTICLE V

The total number of shares which the Corporation is authorized to issue is 500 shares. The aggregate par value of said shares is \$50,000.00 and the par value of each share is \$100.00.

#### ARTICLE VI

The names and post office addresses of the incorporators are as follows:

Ray Stewart	1112 Maple St.	Coeur d'Alene
Sharon Stewart	1112 Maple St.	Coeur d'Alene
Charles H. Kimball	117 S. Fourth St.	Coeur d'Alene

- The above individuals are natural persons of full age, and citizens of the United States of America.

#### ARTICLE VII

The Board of Directors shall consist of three directors. During the term of their office, or thereafter, the number of directors may be increased or decreased from time to time as provided by the bylaws; provided, however, that the number of directors constituting the board shall not be less than three nor more than nine.

#### ARTICLE VIII

The power to appeal and amend the Bylaws and adopt new Bylaws is hereby conferred upon the directors, as well as upon the shareholders, to be exercised by such vote of the directors or of the allotted shares as the case may be; provided, however, not less than a majority thereof as may be fixed by the Bylaws.

#### ARTICLE IX

No contract or other transaction between the corporation or any other corporation, whether or not a majority of the shares of the capital stock of such other corporation is owned by the corporation, and no act of the corporation shall in any way

be affected or invalidated by the fact that any of the directors of the corporation are pecuniarily or otherwise interested in, or are directors or officers of such other corporation; any director individually may be a party to or may be pecuniarily or otherwise interested in any contract or transaction of the corporation and any director of the corporation who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the company which shall authorize such contract or transaction and may vote thereon to authorize such contract or transaction with like force and effect as if he were not such director or officer of such other corporation and not so interested.

#### ARTICLE X

The following provisions are adopted for the purpose of further defining, limiting and regulating the business of the corporation, its directors and stockholders:

(a) The directors may from time to time determine whether and to what extent and at what times and places and under what conditions and regulations the accounts and books (other than the stock ledger) of the corporation shall be open for the inspection of stockholders, and no stockholder shall have any right of such inspection, except as such right is conferred by statute or expressly authorized by resolution of the board of directors of the corporation.

(b) Both stockholders and directors shall have power, if the By-laws provide, to hold their meetings within or without the State of Idaho, to have one or more offices in addition to the principal office at Coeur d'Alene, Idaho, and to keep the books of the corporation (subject to statutory provisions) outside the State of Idaho at such places as they may from time to time designate.

(c) The board of directors is expressly authorized, without the assent of the shareholders, to make, alter, amend and rescind the by-laws of the corporation; provided, however, that it is not empowered to alter, amend or rescind any by-laws relative to the number of directors of this corporation, their qualifications, the method and manner of voting for their selection, the terms of their offices or their compensation, and it shall not abrogate the shareholders' right to exclusive control of these matters.

(d) Additional powers may be conferred upon the board of directors of the corporation from time to time by its by-laws or by vote of a majority of the stockholders at a regular or special meeting called for that purpose, and any powers so given may be revoked in the same manner, except insofar as they may have been exercised before revocation.

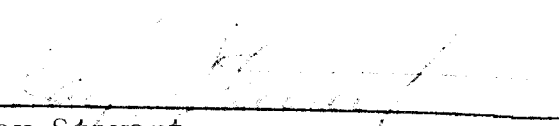
(e) Directors and officers of the corporation need not be residents of the State of Idaho nor shareholders of the corporation.


#### ARTICLE XI

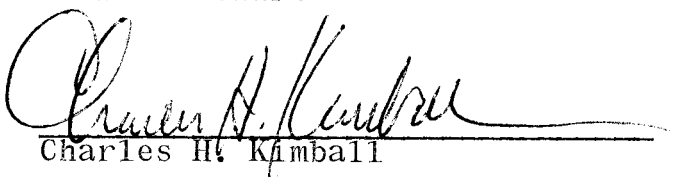
The corporation shall have the power to issue stocks and/or bonds, to raise necessary capital to carry out the effect hereof; to own, buy, sell, lease, mortgage, pledge, and hypothecate, or in any other way to encumber real and/or personal properties; to execute and deliver instruments necessary therefor; to borrow money; to buy, sell, trade or in any way deal with stock of this corporation or of any other corporation; and;

To exercise all the powers granted by the provisions of Chapter 30-114, Idaho Code, and to do, act and perform all the said powers for the purpose of carrying out the operation, intent and objectives of this corporation.

IN WITNESS WHEREOF, we, being all of the incorporators  
above named, have hereunto set our respective hands and seals  
this \_\_\_\_\_ DAY OF \_\_\_\_\_, 1965.

  
\_\_\_\_\_  
Ray Stewart

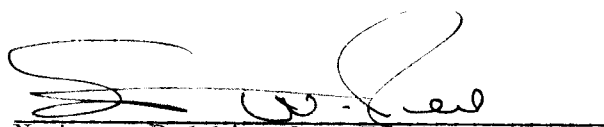
  
\_\_\_\_\_  
Sharon Stewart

  
\_\_\_\_\_  
Charles H. Kimball

STATE OF IDAHO :  
County of Kootenai : ss.

On this 29th day of August, 1965,  
before me, the undersigned Notary Public, personally appeared  
RAY STEWART, SHARON STEWART, and CHARLES H. KIMBALL, known to  
me to be the persons who executed the foregoing Articles of  
Incorporation and acknowledged to me that they signed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and  
affixed my official seal the day and year first above written.

  
\_\_\_\_\_  
Notary Public for Idaho.  
Residing at Coeur d'Alene  
My commission expires: 2/20/69