



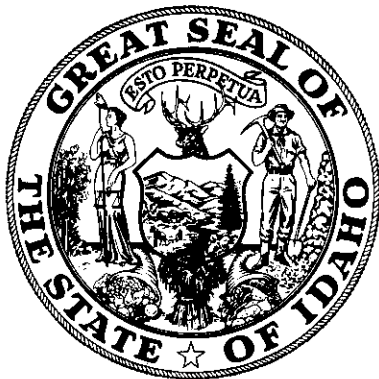
CERTIFICATE OF INCORPORATION
OF

GREAT WESTERN OIL, 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 the above named corporation, 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: *May 19, 1986*



SECRETARY OF STATE

by: _____

ARTICLES OF INCORPORATION

OF

GREAT WESTERN OIL, INC.

RECEIVED
SEC. OF STATE
65 MAY 19 PM 6 50

KNOW ALL MEN BY THESE PRESENTS: That the undersigned, in order to form a corporation for the purposes hereinafter stated, pursuant to the Idaho Business Corporation Act, do hereby adopt the following articles of incorporation, to-wit:

I

NAME

The name of this corporation shall be Great Western Oil, Inc.

II

PURPOSES

The purposes for which this corporation is formed are as follows:

- (a) To own, manage and operate a bulk plant or plants and to sell and distribute petroleum products in bulk quantities; and,
- (b) To engage in any other lawful business for which corporations may be organized under the Idaho Business Corporation Act.

III

DURATION

The period of existence and duration of this corporation shall be perpetual.

IV

REGISTERED OFFICE

The initial location of the principal place of business and registered office of the corporation shall be at 405 North Main, Mountain Home, Idaho, and the mailing address shall be 405 North Main, Mountain Home, Idaho 83647. The name of the

initial registered agent at the above address shall be Robert O. Wolfe.

V

CAPITAL STOCK

The amount of its capital stock shall be \$500,000.00, to consist of 500,000 shares of common stock of the par value of \$1.00 per share. No distinction shall exist between the shares of the corporation and all such shares shall have the same rights in the corporation. All or any portion of the capital stock may be issued for cash or in payment for real or personal property, services or any other right or thing of value for the uses and purposes of the corporation, and when so issued shall become and be fully paid the same as though paid for in cash at par, and the board of directors shall be the sole judges of the value of any property, right or thing acquired in exchange for capital stock. No assessments or calls shall be made upon fully-paid capital stock.

VI

INCORPORATORS

The names and post office addresses of the incorporators and the number of shares subscribed by each are as follows:

NAME	POST OFFICE ADDRESS	NO. OF SHARES
Mountain Home Oil, Inc.	405 North Main Mountain Home, Idaho, 83647	one

VII

GOVERNING BODY

The governing body of the corporation shall consist of a board of three directors, who shall be elected annually as provided by the by-laws. The number of the board of directors may be changed from time to time as prescribed by the by-laws, but shall be not less than three nor more than seven. The

names and post office addresses of those who are selected to act as directors until the first annual election are as follows:

NAME	POST OFFICE ADDRESS
Robert O. Wolfe	405 North Main Mountain Home, ID 83647
James R. Watt	405 North Main Mountain Home, ID 83647
Ralph Taylor	345 Carrie Drive Mountain Home, ID 83647

VIII

POWERS OF THE BOARD OF DIRECTORS

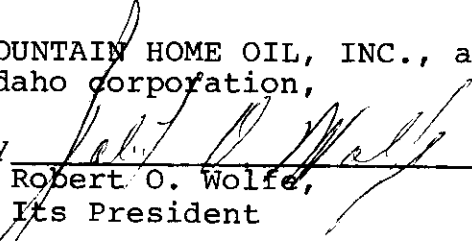
In addition to other powers, the board of directors is authorized to make, alter or amend the by-laws of the corporation, to fix the amount of capital stock to be reserved as working capital or treasury stock, over and above its capital stock paid in, and to authorize and cause to be executed mortgages, liens or other encumbrances on the real and personal property of the corporation.

The undersigned, being the original subscriber to the capital stock hereinbefore mentioned, for the purpose of forming a corporation to do business both within and outside of the State of Idaho, and pursuant to the laws of the State of Idaho, makes and files these articles of incorporation and agrees to take the number of shares of stock hereinbefore set opposite its respective name.

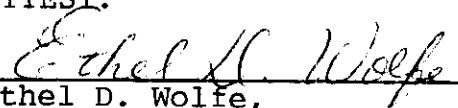
IN WITNESS WHEREOF, the undersigned has hereunto set its hand in the City of Mountain Home, County of Elmore, State of Idaho, this 15th day of May, 1986.

MOUNTAIN HOME OIL, INC., an
Idaho corporation,

By


Robert O. Wolfe,
Its President

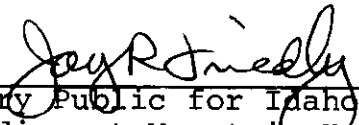
ATTEST:


Ethel D. Wolfe,
Its Secretary

STATE OF IDAHO,)
) ss.
COUNTY OF ELMORE,)

On this 16th day of May, 1986, before me, the undersigned, a Notary Public in and for said State, personally appeared ROBERT O. WOLFE, known to me to be the president of Mountain Home Oil, Inc., the corporation that executed the foregoing instrument or the person who executed the instrument on behalf of said corporation, and acknowledged to me that said corporation executed the same.

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



Notary Public for Idaho
Residing at Mountain Home, ID