

CERTIFICATE OF AUTHORITY OF

WEST ESPLANADE SHELL SERVICE INC.

I, PETE T. CENA	RRUSA, Secretary	of State of the State of Idaho, hereby certify that
duplicate originals of an	Application of	WEST ESPLANADE SHELL SERVICE INC.
	for a Certif	icate of Authority to transact business in this State,
duly signed and verified	pursuant to the prov	visions of the Idaho Business Corporation Act, have
been received in this off	ice and are found to	conform to law.
ACCORDINGLY a	nd by virtue of the a	uthority vested in me by law, I issue this Certificate of
Authority to	WEST ESPLANADI	E SHELL SERVICE INC.
to transact business in th	is State under the nat	me WEST ESPLANADE SHELL SERVICE INC.
	an	d attach hereto a duplicate original of the Application
for such Certificate.		
Dated	March 17	19_80
ST SEAT SEA	10 P	Secretary of State
		Barb Myers Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho.

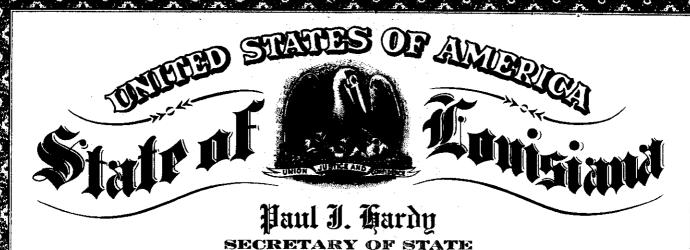
Pursua	nt to Section 30-1-110, Id	aho Code, the under	signed Corporation her	reby applies for a Certificate
of Authority	y to transact business in	your State, and for	that purpose submits	the following statement:

1.	The name of the corpora					
2.	*The name which it shall	ll use in Idaho is <u>WEST</u> E	SPLANADE SHELL SERVICE, INC.			
3.	It is incorporated under	the laws ofLou	uisiana			
4.	The date of its incorpor	pration is December 13, 1971, and the period of its				
	The address of its prin	Indefinite orincipal office in the state or country under the laws of which it is incorporated is orn Ave., Metairie, LA				
	The address of its propo	osed registered office in Idaho	ois P. O. Box 36, and the name of its proposed			
			L. J. Ettinger			
7.	Ownership	ses which it proposes to pur	sue in the transaction of business in Idaho are:			
7.	Ownership	ses which it proposes to pur	sue in the transaction of business in Idaho are:			
7.8.	Ownership of The names and respect	ses which it proposes to pur of Mining Claims tive addresses of its director	rsue in the transaction of business in Idaho are:			
7. 8.	Ownership of The names and respect	ses which it proposes to pur of Mining Claims tive addresses of its director	rsue in the transaction of business in Idaho are: rs and officers are: Address 4508 Hessmer Metal			
7. 8. H.	The purpose or purpose Ownership of The names and respect Name Ray Lloyd	ses which it proposes to pur of Mining Claims tive addresses of its director Office President V. Pres.	rs and officers are: Address 4639 Taft Pk, Metairie, La			
7. 8. Rob	The purpose or purpose Ownership of The names and respect Name Ray Lloyd ert Oden	of Mining Claims tive addresses of its director Office President V. Pres. V. Pres.	rsue in the transaction of business in Idaho are: rs and officers are: Address 4508 Hessmer Metal			
7. 8. Rob Jan Pat 9.	The purpose or purpose Ownership of The names and respect Name Ray Lloyd ert Oden Mays ricia Oden	tive addresses of its director Office President V. Pres. V. Pres. Secretary-Treas of shares which it has author	Address 4508 Hessmer Metal 4639 Taft Pk, Metairie, La 3943 Peoples Metairie			
7. 8. Rob Jan Pat 9.	The purpose or purpose Ownership of The names and respect Name Ray Lloyd ert Oden Mays cricia Oden The aggregate number	tive addresses of its director Office President V. Pres. V. Pres. Secretary-Treas of shares which it has author	Address 4508 Hessmer Metal 4639 Taft Pk, Metalrie, La 3943 Peoples Metalrie 4639 Taft Pk, Metalrie, La			

value, is:		
Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
1800	common	\$10.00
11. The corporation accepts State of Idaho.	and shall comply with t	he provisions of the Constitution and the laws of the
		articles of incorporation and amendments thereto, duly or country under the laws of which it is incorporated.
Dated Feb. 21		, 19 <u>8 0</u> .
	West I	Esplanade Shell Service / Inc.
	By <u></u>	Raffal
	- //	Its President
) . A
	and	alucia () Oli
	1	ts Secretary
STATEOF Louisia	·- /	
COUNTY OFJeffer	son)ss:	
l,Shirley	H. Kirkes	, a notary public, do hereby certify that on
this	day of February	, 19 80 , personally appeared before
me H. Ray Lloyd &	Patricia Oden	_, who being by me first duly sworn, declared that he
is the President		cretary, respectively of West
Esplanade She	ll Service, Inc	c .
that he signed the foregoing statements therein contained		ent/Secretary of the corporation and that the
statements mereni containe		
		Soly Wulin
	4	Notary Public

10. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par

^{*}Pursuant to section 30-1-108(b)(1), Idaho Code, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.



As Secretary of State, of the State of Louisiana, I do hereby Certify that

the annexed and following is a True and Correct copy of the Articles of Incorporation and Initial Report of

WEST ESPLANADE SHELL SERVICE, INC.,

A Louisiana corporation domiciled at Metairie,

As shown by comparison with documents filed and recorded in this Office on December 16, 1971.

In testimony whereof, I have hereunto set my hand and caused the Seal of my Office to be affixed at the City of Baton Rouge on, January 30, 1980.

Could Harely Secretary of State



ARTICLES OF INCORPORATION

UNITED STATES OF AMERICA

OF

STATE OF LOUISIANA

WEST ESPLANADE SHELL SERVICE INC.

PARISH OF ORLEANS

The undersigned, JAN R. MAYS, who resides at 4238 Palmyra Street, New Orleans, Louisiana and MARY C. LLOYD, who resides at 5028 Pike Drive, Metairie, Louisiana, both persons of the full age of majority, domiciled in the Parishes of Orleans and Jefferson respectively, as incorporators, hereby form a corporation under the Louisiana Business Corporation Act, L.S.A. R.S. 12:1 et seq., subject to the following Articles of Incorporation, to-wit:

ARTICLE 1 - NAME

The name of this corporation is WEST ESPLANADE SHELL SERVICE INC.

ARTICLE 2 - PURPOSE

The corporation's purpose is to engage in the business of operating automobile, gasoline and service stations, and to engage in any lawful activity for which corporations may be formed under the Louisiana Business Corporation Act, L.S.A. R.S. 12:1, et seq.

ARTICLE 3 - AUTHORIZED SHARES

This corporation has authority to issue eighteen hundred shares of \$10.00 par value common stock, which stock, upon the execution of these Articles of Incorporation has been issued as follows:

Jan R. Mays - 600 shares Mary C. Lloyd - 1200 shares

ARTICLE 4 VESTING IN CORPORATION OF UNCLAIMED SHARES AND DIVIDENDS

Cash, property or share dividends, shares issuable to shareholders in connection with a reclassification of stock, and the redemption price of redeemed shares, which are not claimed by the shareholders entitled thereto within one year after the dividend or redemption price became payable or the shares became issuable, despite reasonable efforts by the corporation to pay the dividend or redemption price or deliver the certificates for the shares to such shareholders within such time, shall, at the expiration of such time, revert in full ownership to the corporation, and the corporation's obligation to pay such dividend or redemption price or issue such shares, as the case may be, shall thereupon c. ase.

ARTICLE 5 - BORRD OF DIRECTORS

The management of this corporation shall be vested in a Board of Directors of not less than two (2) nor more than three (3) members to be selected by the shareholders at the annual meeting. The first Board of Directors shall consist of two (2) members, namely the two incorporators, both of whom shall serve as members of the Board of Directors until such time as their successors are elected at the annual meeting.

ARTICLE 6 - SHAREHOLDERS' MEETING

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The annual meeting of the shareholders of the corporation for election of directors and for such other matters as may properly come before the meeting shall be held on the second Monday in January of each year during the existence of this corporation, beginning on the second Monday in January, 1972.

A failure from any cause whatsoever to hold said annual meeting or a failure to elect the directors on the day above specified shall not dissolve this corporation, but the directors and officers then in office shall remain in office until their successors have been duly elected and qualified.

Special meetings of the shareholders may be called only by the president or Board of Directors, or upon written request of

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a shareholder or shareholders holding in the aggregate two-fifths (2/5) of the total voting power.

ARTICLE 7 - OFFICERS

The officers of this corporation shall consist of a president and a secretary-treasurer, plus any such additional officers as may from time to time be authorized by the Board of Directors. The first officers of this corporation who shall serve until the next annual meeting or until their successors have been duly elected and qualified are the following:

Jan R. Mays - President Mary C. Lloyd - Secretary-Treasurer

ARTICLE 8 - VOTING BY PROXY

Any director absent from a meeting of the board or any committee thereof may be represented by any other director or share-holder, who may cast the absent director's vote according to his written instructions, general or special.

ARTICLE 9 - PRESIDENT

The president shall be a director of the corporation.

ARTICLE 10 - INCREASE IN AUTHORIZED SHARES

The shareholders shall have the right to amend these articles to increase the number of authorized shares and to authorize additional classes of shares by a majority of the voting power present at any shareholders' meeting called for that purpose.

Executed in quadruplicate originals this 14th day of

December, 1971, in the presence of Dixie C. Pierson and

Nelda D. Clements , competent witnesses.

Jan R. Mays

Mary C. Lloyd

WITNESSES:

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ACKNOWLEDGMENT

STATE OF LOUISIANA

PARISH OF ORLEANS

BEFORE ME, the undersigned authority, personally came and appeared:

JAN R. MAYS MARY C. LLOYD

known to be the persons described in and who executed the foregoing instrument, who acknowledged to me, Notary, that they did in fact execute the foregoing Articles of Incorporation in the presence of the subscribing witnesses thereto, for the purposes therein set forth.

JAN R. MAYS

Mary C. LLOYD

MARY C. LLOYD

SWORN TO AND SUBSCRIBED BEFORE

ME, NOTARY, this 140

December, 1971.

NOTARY PUBLIC

INITIAL REPORT OF

WEST ESPLANADE SHELL SERVICE INC.

- 1. The corporation's registered office is located at 937 National Bank of Commerce Building, New Orleans, Louisiana 70112, mailing address 5028 Pike Drive, Metairie, Louisiana 70003.
- 2. The corporation's registered agent is Fernand F. Willoz, III, 937 National Bank of Commerce Building, New Orleans, Louisiana 70112.
 - 3. The first directors of this corporation are:

MARY C. LLOYD 5028 Pike Drive Metairie, Louisiana 70003

JAN R. MAYS 4238 Palmyra Street New Orleans, Louisiana 70119

Signed in quadruplicate originals at New Orleans, Louisiana, this // day of December, 1971.

Mary C. Lloyd

Jan R. Maye