

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY OF PETROSOURCE TRANSPORTATION

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

Dated July 21, 1987



Pete T. Cenarrusa

SECRETARY OF STATE

Sandra Matthews
Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

To the Secretary of State of Idaho

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 information:

Jul 21 9 58 AM '87
SECRETARY OF STATE

1. The name of the corporation is PETROSOURCE TRANSPORTATION

2. The name which it shall use in Idaho is _____

(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 Utah

4. The date of its incorporation is November 14, 1983 and the period of its duration is perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is 185 South State Street, Suite 900, Salt Lake City, Utah 84111

6. The address to which correspondence should be addressed, if different from that in item 5. 2900 Post Oak Blvd., Houston, Texas 77056

7. The street address of its proposed registered office in Idaho is 300 North 6th Street
Boise, Idaho 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 proposes to pursue in the transaction of business in Idaho are: Transfer intrastate motor carrier authority.

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>SEE ATTACHED RIDER</u>		

(continued on reverse)

Name	Office	Address

- 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, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: July 15, 1987

PETROSOURCE TRANSPORTATION

(Corporation Name)

By Frank H. Newman
 Its ~~President~~ Vice President (please specify)

Frank H. Newman
 and Grace L. Bellinger
 Its ~~Secretary~~ Assistant Secretary (please specify)

STATE OF TEXAS Grace L. Bellinger)
) ss:
 COUNTY OF HARRIS)

I, Laura E. Coplan, a notary public, do hereby certify that on this 15th day of July, 19 87, personally appeared before me Frank H. Newman, who being by me first duly sworn, declared that (s)he is the President of PETROSOURCE TRANSPORTATION

that (s)he signed the foregoing document as President of the corporation and that the statements therein contained are true.



LAURA E. COPLAN
 Notary Public, State of Texas
 My Commission Expires April 6, 1989

Laura E. Coplan
 Notary Public

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STATE OF IDAHO
APPLICATION FORM OF CERTIFICATE OF AUTHORITY
PETROSOURCE TRANSPORTATION

Directors

** Ladd E. Christensen
Terry L. Looper
Frank H. Newman
George S. Slocum
** Quinn B. Stirland
David E. Varner

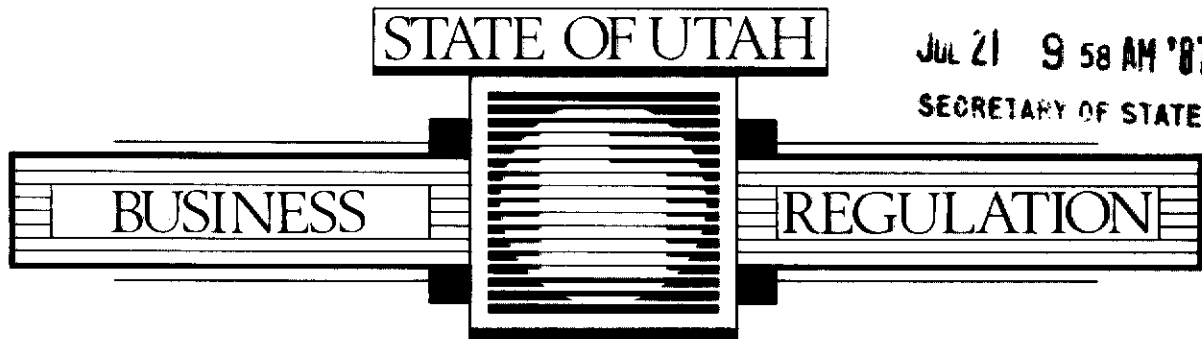
Officers

** Ladd E. Christensen	Chairman of the Board
Frank H. Newman	President and Chief Operating Officer
Terry L. Looper	Executive Vice President
A. Howard McCollum	Senior Vice President
David E. Varner	Senior Vice President, General Counsel & Secretary
Reynaldo Garcia	Vice President - Tax and Risk Management
** Cory A. Rasmussen	Vice President - Administration
** Quinn B. Stirland	Assistant Secretary, Treasurer and Chief Financial Officer
Grace L. Bellinger	Assistant Secretary
Harvey H. Cody III	Assistant Secretary
Robert L. McIntyre	Assistant Secretary

** 185 South State Street, Suite 900
Salt Lake City, Utah 84111

ALL OTHERS:

2800 Post Oak Blvd.
Houston, Texas 77056

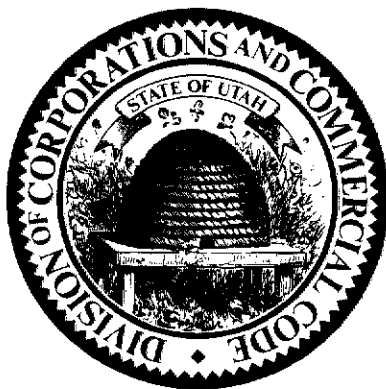


The Department of Business Regulation, Division of Corporations and Commercial Code, certifies that

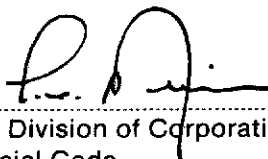
PETROSOURCE TRANSPORTATION

is a Utah Corporation and qualified to do business in the State of Utah. A Certificate of such incorporation was issued from this office on November 14, 1983 and said corporation is in good standing.

AS APPEARS OF RECORD IN THIS OFFICE.
File # 106686



Dated this15th..... day of
.....July..... A.D. 19 87.....


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Director, Division of Corporations and
Commercial Code