



CERTIFICATE OF INCORPORATION
OF

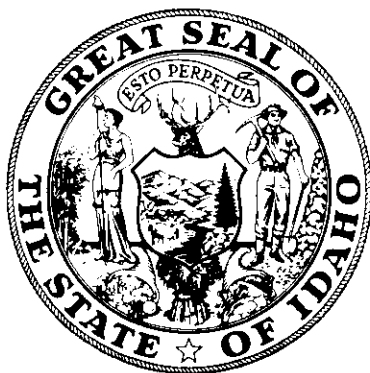
KEN AND PAM SMITH, INC.

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 KEN AND PAM SMITH, INC.

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: **January 31, 1984**



A handwritten signature in cursive script, reading "Pete T. Cenarrusa".

SECRETARY OF STATE

by: _____

'84 JAN 31 AM 11 15

SECRETARY OF
STATE

ARTICLES OF INCORPORATION

OF

KEN AND PAM SMITH, INC.

ARTICLES OF INCORPORATION

OF

KEN AND PAM SMITH, INC.

THIS IS TO CERTIFY that we, the undersigned, hereby incorporate pursuant to the Laws of the State of Idaho providing for the formation of corporations for profit, for the purposes and with the powers hereinafter stated.

I

The name of this corporation is:

Ken and Pam Smith, Inc.

II

The general nature and purpose of the business of this corporation shall be the operation of a retail service station dealership and the performance of any and all activities generally associated thereto; and also

To engage in any activity or business permitted under the Laws of the United States and of this State.

The closest Standard Industrial Classification (SIC) Code List Category would be Division G, 5540 "Gas Service Stations".

III

The existence of this corporation is to be perpetual.

IV

The principal place of business of this corporation shall be:

1660 Hill Road

Boise, Idaho 83702

and branch operations may be located in other places as may be designated from time to time.

V

The amount of capital with which this corporation shall commence business shall be no less than Five Hundred Dollars (\$500.00).

VI

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is Five Hundred (500) shares of common stock, each share having a par value of ONE DOLLAR (\$1.00).

VII

Each holder of common stock of this corporation shall be entitled to ONE (1) vote for each share of common stock held.

VIII

Initially, this corporation shall have two (2) director(s). The number of directors may be increased or decreased from time to time.

IX

The names and mailing addresses of the incorporators and directors are as follows:

Kenneth E. Smith 2970 Mountain Shadow Rd. Boise, ID 83702

Pamela L. Smith 2970 Mountain Shadow Rd. Boise, ID 83702

X

The business of this corporation and the conduct of its affairs shall be managed by its common shareholders, and this provision shall be binding upon all common shareholders, their transferees and assigns, and shall be valid only so long as its shares are not generally traded in the markets maintained by securities dealers or brokers.

XI

This corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by the Statutes, and all rights conferred upon stockholders herein are granted subject to this reservation.

XII

The name and street address of the Registered Agent of this corporation is:

Kenneth E. Smith

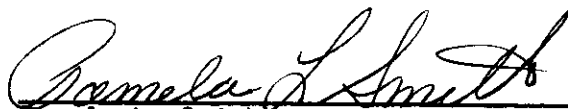
1660 Hill Rd.

Boise, ID 83702

WE, THE UNDERSIGNED, being the original subscribers to the capital stock hereinabove named, for the purposes of forming a corporation to do business both within and without the State of Idaho, do make, subscribe, acknowledge and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true,

and accordingly have hereunto set our hands and seals as of this 23rd day
of January, 1984.


Kenneth E. Smith
Subscriber and Registered Agent


Pamela L. Smith
Subscriber

Subscriber

Subscriber

STATE OF IDAHO)
COUNTY OF ADA)

SS:

I HEREBY CERTIFY that on this 23rd day of January, 1984,
before me, the undersigned authority, personally appeared the following
named individuals:

Kenneth E. Smith
Pamela L. Smith

to me well known to be the incorporators described in and who signed the
foregoing Articles of Incorporation, and who acknowledged before me that
they signed the same for the uses and purposes therein expressed.

WITNESS my hand and official notarial seal at Boise,
Idaho the day and year last above written.

Rhona Hall
Notary Public

My Commission Expires 6/84