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State of Idaho

Department of State

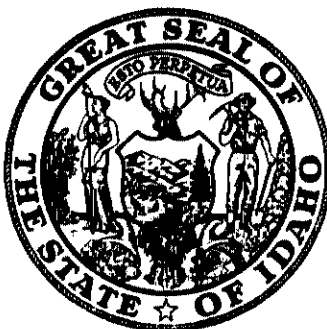
CERTIFICATE OF AUTHORITY OF

HAI, INC.

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

Dated: November 4, 1992



Pete T. Cenarrusa
SECRETARY OF STATE

By *Sheryl Bulmer*

APPLICATION FOR CERTIFICATE OF AUTHORITY

RECEIVED
SEC. OF STATE (Profit Corporation)

92 NOV 4 AM 8 47

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 statement:

1. The name of the corporation is HAI, INC.
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 Oregon
4. The date of its incorporation is May 25, 1979 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 3821 N.W. St. Helens Road, Portland, Oregon 97210
6. The address to which correspondence should be addressed, if different from that in item 5. Same
7. The street address of its proposed registered office in Idaho is 261 West Orchard Drive
Twin Falls, Idaho 83301, and the name of its proposed registered agent in Idaho at that address is Robert G. Schutte

The purpose or purposes which it is proposed to pursue in the transaction of business in Idaho are:

Sale of lubricants and other petroleum products

(Continued on reverse)

Submit application and certificate of status to:

Office of the Secretary of State
Division of Corporations
Statehouse, Room 203
Boise, Idaho 83720

Secretary of State use only

IDaho SECRETARY OF STATE

19921104 0900 23098 2
CK #: 2875 CUST# 1
CORPORATIO 10 60.00= 60.00

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

Name	Office	Address
John A. Holcomb	Director-President	3821 N.W. St. Helens Rd., Portland, OR 97210
Joan R. Holcomb	Director-Vice President and Treasurer	3821 N.W. St. Helens Rd. Portland, OR 97210
Lawrence W. Lesniak	Director-Senior Vice President	3821 N.W. St. Helens Rd., Portland, OR 97210
Garthe Brown	Secretary	111 S.W. Columbia, Suite 1040, Portland, OR 97201

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: November 1992

By H.A.J. INC. (Corporation name)
John A. Holcomb Its President/Vice President (please specify)
 and Garthe Brown Its Secretary/Assistant Secretary (please specify)

STATE OF OREGON)
 COUNTY OF Multnomah) ss:

I, ELSA DIETZ, a notary public, do hereby certify that on this 28th day of October, 19 92, personally appeared before me John A. Holcomb, who being by me first duly sworn, declared that (s)he is the President of H.A.J. Inc.

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

Elsa Dietz
 ELSA DIETZ
 NOTARY PUBLIC - OREGON
 My Commission Expires 4-26-93

Elsa Dietz
 Notary Public for Oregon

My Commission Expires: 4-26-93



Office of the Secretary of State Corporation Division

I, **Janet Sullivan**, *Director of the Corporation Division*,

DO HEREBY CERTIFY:

HAI, INC. was incorporated under the Oregon Business Corporation Act on May 25, 1979 and is an existing corporation on the records of the Corporation Division as of the date of this certificate.

Janet Sullivan

Director

By Debbie Urug

Date October 19, 1992