



Department of State.

CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the original of the articles of incorporation of

A B C GAS CO.

was filed in the office of the Secretary of State on the *seventh* day of *July*, A.D., One Thousand Nine Hundred *seventy-six* and ~~will be~~ recorded on ~~Film No.~~ *microfilm* of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for *Perpetual Existence* from the date hereof, with its registered office in this State located at *Soda Springs, Idaho* in the County of *Caribou*

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this *7th* day of *July*, A.D., 19 *76*

Pete T. Cenarrusa
Secretary of State.

Corporation Clerk.

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ARTICLES OF INCORPORATION

OF

STATE
A B C GAS CO.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, all full-age citizens of the United States and of the State of Idaho, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and to that end do hereby adopt Articles of Incorporation as follows:

ARTICLE I.

Corporate Name

The name of this corporation shall be A B C Gas Co.

ARTICLE II.

Place of Business

The said corporation is organized at, and the place of its general business shall be at Soda Springs, Caribou County, Idaho; and branch places of business, transfer and registry offices may be established at such other place or places in this or any other state of the United States as the board of directors may deem advisable.

ARTICLE III.

Period of Existence

The existence of said corporation shall be perpetual or until otherwise dissolved or disincorporated, pursuant to law.

ARTICLE IV.

Corporate Purposes

The purposes for which said corporation is formed, and the powers said corporation shall have, are as follows:

1. To buy, sell and otherwise deal in gasoline, oil and other petroleum products, both at wholesale and retail; and to buy, sell and otherwise deal in tires, batteries, and other accessories.

2. To own and operate, or lease, rent, buy, sell, mortgage, or otherwise deal in service stations for the sale and dispensing of petroleum products and automobile accessories; and to do automotive and other repair work.

3. To buy, sell and otherwise deal in paints and painting supplies, both at wholesale and retail, and to do painting commercially.

4. To buy, sell, lease, hire, mortgage, and otherwise deal in airplanes and airplane parts, and accessories, and to own and operate a flying service, and to provide repair and maintenance service for airplanes for others.

5. To transport gasoline, oil and other petroleum products both for the business of the corporation, and for other dealers.

6. To buy, sell, lease, rent, mortgage, and otherwise deal in real estate as necessary or convenient to the operation of the corporate business, or to the carrying out of the other purposes of the corporation.

7. To own and operate bulk plants dealing in petroleum products.

8. To buy, sell and otherwise deal in motor vehicles and other types of mechanical equipment.

9. To buy, sell, rent, lease, take, receive, hold or otherwise deal in any other types of personal property not hereinabove mentioned which may be reasonably necessary, desirable or convenient for the carrying out of the other purposes heretofore named of said corporation.

10. To extend credit, to borrow money on credit and to mortgage corporate assets for the purpose of borrowing funds and to do any other thing reasonably necessary or intended to promote the primary purposes of this corporation, together with such other powers and purposes not inconsistent herewith as are usually had and exercised and as may be useful to the proper conduct of any business.

11. To sue or to be sued or to otherwise do any other act or thing not prohibited by law, consistent with and designed to further the other powers or purposes of said corporation as hereinabove named.

ARTICLE V.

Capital Stock

The capital stock of this corporation shall consist of 1,000 shares of stock with a par value of \$100.00 per share for a total authorized capitalization of \$100,000.00.

ARTICLE VI.

Incorporators and Officers

The names of the incorporators and first officers of said corporation, their respective places of residence and the stock to which they have subscribed are as follows:

<u>Name</u>	<u>Office</u>	<u>No. of Shares</u>	<u>Address</u>
Garth P. Bybee	President, Director and General Manager	1	Soda Springs, Idaho 83276
Michael E. Smith	Vice-President and Director	1	Soda Springs, Idaho 83276
Daniel L. Willie	Secretary-Treasurer and Director	1	Pocatello, Idaho 83201

The officers of this corporation shall consist of a board of three directors, a president, a vice-president, and a secretary-treasurer.

The first board of directors and officers as above named shall hold office during the first year of corporate existence, and until their successors are elected and qualified.

ARTICLE VII.

Said corporation may enter into any kind of contract or agreement, cooperative or profit-sharing plan with its officers or employees that the corporation may deem advantageous or expedient or otherwise to reward or pay persons for their services as the directors may deem fit.

IN WITNESS WHEREOF, the parties to this agreement have hereunto set their hands this 24th day of June, 1976.

Garth P. Bybee
GARTH P. BYBEE
Michael E. Smith
MICHAEL E. SMITH
Daniel L. Willie
DANIEL L. WILLIE

STATE OF IDAHO)
 : ss.
County of Caribou)

On this 24th day of June, 1976, before me, the undersigned, a Notary Public in and for said State, personally appeared Garth P. Bybee and Michael E. Smith, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they 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.

Myrna Archibald
NOTARY PUBLIC for the State of Idaho.
Residing at Soda Springs, Idaho.
My commission expires ~~August 14, 1977.~~
June 18, 1979

STATE OF IDAHO)
 : ss.
County of Bannock)

On this 24th day of June, 1976, before me, the undersigned, a Notary Public in and for said State, personally appeared Daniel L. Willie, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he 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.

Roger Morgan
NOTARY PUBLIC for the State of Idaho.
Residing at Pocatello, Idaho.
My commission expires 4 - 1980