

ARTICLES OF INCORPORATION

OF

L & M TRAVEL PLAZA, INC.

98 NOV -9 AM 8:50
SECRETARY OF STATE
115-09/1998 09:00
EX: 421 CT: 3117 BN: 159819
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C 126254

KNOW ALL MEN BY THESE PRESENTS: That I, the undersigned, acting as an incorporator of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

FIRST

The name of the corporation is L & M TRAVEL PLAZA, INC.

SECOND

The period of its duration is perpetual.

THIRD

The purpose or purposes for which the corporation is organized are:

1. To merchandise, sell, offer for sale and distribute at wholesale and retail, food and food stuffs of all kinds and description, whether in bulk, fast foods, package, bottle or can, including beverages of all kinds and for all purposes, and to generally deal in groceries and grocery products;
2. To conduct the business of a service station, which business shall include dealing in gasoline and all other petroleum products, all kinds of oils and products used for motor fuel or lubrication, all manner of accessories and appliances to be used on motor vehicles of every description, and other articles and items useful to or desirable for patrons

of such a service station; the washing, polishing, and storing of motor vehicles, and such other business as is usual, proper and necessary in such enterprise; and

3. To do all other things incidental thereto necessary to conduct business, together with the transaction of all other lawful business for which corporations may be incorporated under the Idaho Business Corporation Act, Section 30-1-3.

FOURTH

The aggregate number of shares which the corporation shall have authority to issue is one hundred thousand (100,000) shares of no par value.

FIFTH

Shareholders shall have full pre-emptive rights.

SIXTH

Provisions for the regulation of the internal affairs of the corporation are such as may be provided by the By-Laws of the corporation, including provision for restriction on transfer of shares, as provided in Idaho Business Corporation Act, Section 30-1-23A.

SEVENTH

The address of the initial registered office of the corporation is Route 1 Box 20-A, Arco, Idaho 83213, and the name of its initial registered agent at such address is Lisa Latimer Leuschen at Route 1 Box 20-A, Arco, Idaho 83213.

EIGHTH

The number of directors constituting the initial Board of Directors of the corporation is one, and the name and address of the person who is to serve as Director until the first

annual meeting of shareholders, or until the first annual meeting of shareholders, or until their successors are elected and shall qualify is:

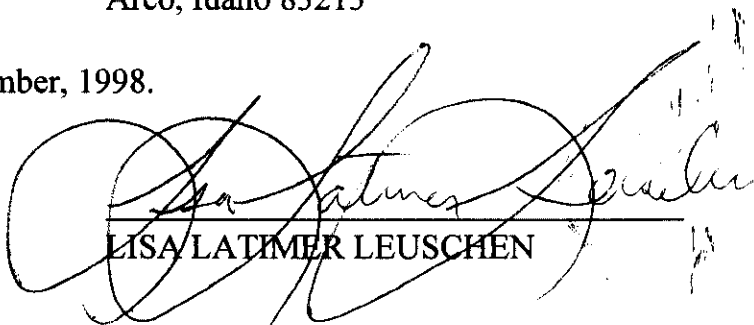
<u>NAME</u>	<u>ADDRESS</u>
Lisa Latimer Leuschen	Route 1 Box 20-A Arco, Idaho 83213

NINTH

The name and address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Lisa Latimer Leuschen	Route 1 Box 20-A Arco, Idaho 83213

DATED this 3 day of November, 1998.

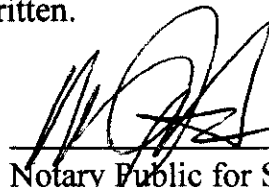


LISA LATIMER LEUSCHEN

STATE OF IDAHO)
) ss.
County of Bingham)

On this 3 day of November, 1998, before me, the undersigned, a notary public in and for said state, personally appeared **LISA LATIMER LEUSCHEN**, known to me to be the person whose name is subscribed to the within instrument and acknowledged to me she 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.



Notary Public for State of Idaho
Residing at Blackfoot, Idaho

My cmn exprs: 88-21-2003