

State of Idaho

Department of State.

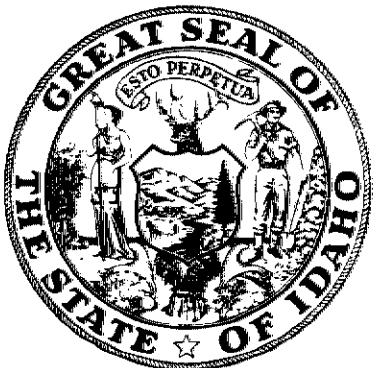
CERTIFICATE OF AUTHORITY OF

WESTERN PETROLEUM MARKETERS ASSOCIATION

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

Dated July 5, 1985



Pete T. Cenarrusa
SECRETARY OF STATE

J. T. Clark
Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Nonprofit 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 statement:

1. The name of the corporation is Western Petroleum Marketers Association

2. The name which it shall use in Idaho is Western Petroleum Marketers Association

(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 September 15, 1953 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 1800 South West Temple, Salt Lake City, Utah 84115

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 2615 Ona Street, Boise, Idaho 83705, and the name of its proposed registered agent in Idaho at that address is Frank Sattler

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
to foster cooperation between marketers of petroleum products

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

Name	Office	Address
<u>see attached list</u>		

(continued on reverse)

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: May 28, 1985

Western Petroleum Marketers Association

(Corporation Name)

By Mark G. Engstrom

Its President, Vice President (please specify)

and Gerald Tedrow

Its Secretary, Assistant Secretary (please specify)

STATE OF Utah)
COUNTY OF Salt Lake) ss:

I, Keith L Palmer, a notary public, do hereby certify that on
this 28 day of May, 19 85, personally appeared before
me Gerald Tedrow, who being by me first duly sworn, declared that he
is the Secretary of Western Petroleum Marketers Association

that he signed the foregoing document as Secretary of the corporation and that the
statements therein contained are true.

Keith L Palmer
Notary Public

Officers:

Senior Director

Ray Havig
Box 1537
Billings, Montana 59103

President

Max Eggertsen
Box 450
Provo, Utah 84601

1st Vice President

Clair Haycock
Box 340
Las Vegas, Nevada 89125

2nd Vice President

Robert Kec
450 South 15th Avenue
Phoenix, Arizona 85007

Treasurer

Joe Wondrack
Box 2775
Tri-Cities, Washington 99302

Secretary

Gerald Tedrow
1800 South West Temple
Salt Lake City, Utah 84115

Directors:

Denny Dunn
Box 27047
Salt Lake City, Utah 84127

Bill Woodroffe
Box 20506
Phoenix, Arizona 85036

Alvis Moore
Box 9156
Phoenix, Arizona 85068

Robert Daniel
Box 2090
Wickenburg, Arizona 85358

Kent Johnson
Box 7627
Boise, Idaho 83707

Larry Adams
Box A
Burley, Idaho 83318

Jim Hansen
Box 106
Idaho Falls, Idaho 83402

Don Mickelsen
Box 153
Omak, Washington 98841

Bill Berry
Box 13280
Spokane, Washington 99213

Harry Simons
Box 644
Shelby, Montana 59474

Dan Stockton
Box 1756
Billings, Montana 59103

Howard Wheatley
Box 1607
Great Falls, Montana 59403

Directors (Cont.):

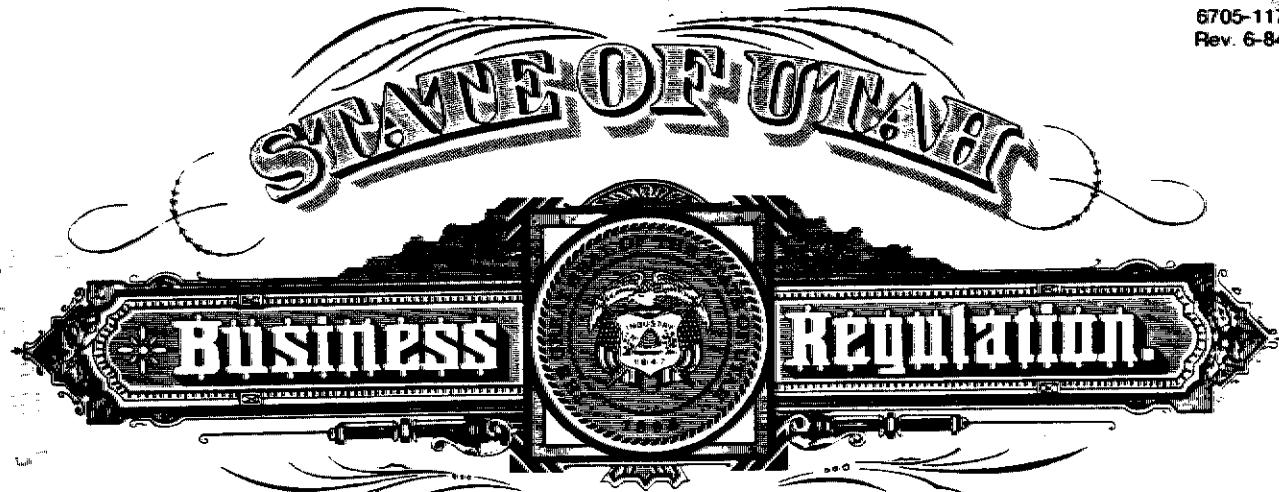
Darwin Pilger
Box 43207
Las Vegas, Nevada 89116

LaGrande Terry
Box 428
Richfield, Utah 84701

Ivan Walker
Box 278
Pleasant Grove, Utah 84062

Jon Madsen
Box 5760
Reno, Nevada 89513

Lowell Cardwell
8137 South State
Midvale, Utah 84047



The Department of Business Regulation, Division of Corporations and Commercial Code, certifies
that WESTERN PETROLEUM MARKETERS ASSOCIATION
NON-PROFIT
is a Utah Corporation and is qualified to do business in the State of Utah. A Certificate of Incorporation
was issued from this office on September 15, 1953 and said corporation
is in good standing.

AS APPEARS OF RECORD IN THE DIVISION OFFICE.

File # 28908

Dated this 25th day of
June A.D. 1985

Randall L. Smart

Director, Division of Corporations and
Commercial Code