



## Department of State.

### CERTIFICATE OF INCORPORATION

I, **IRA H. MASTERS**, 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

#### **BONNEVILLE PETROLEUM COMPANY, INC.**

was filed in the office of the Secretary of State on the **twenty-sixth** day of **June** A.D. One Thousand Nine Hundred **Fifty-two** and duly recorded on Film No. **75** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 29-103, Idaho Code, Annotated.

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 **fifty (50) years** from the date hereof, with its registered office in this State located at **Idaho Falls** in the County of **Bonneville**

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 **26th** day of **June**, in the year of our Lord one thousand nine hundred **fifty-two**, and of the Independence of the United States of America the One Hundred **Seventy-sixth**.

Secretary of State.

ARTICLES OF INCORPORATION  
of  
THE BONNEVILLE PETROLEUM COMPANY, INC.  
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KNOW ALL MEN BY THESE PRESENTS:

That, we the undersigned, for the purpose of forming a corporation under and by virtue of the laws of the State of Idaho, relating to private corporations, have this day voluntarily associated ourselves together and hereby agree as follows:

ARTICLE I.

That the name of this corporation shall be and is "Bonneville Petroleum Company, Inc."

ARTICLE II.

That the time and duration of this corporation shall be Fifty (50) years, from and after the date of its incorporation, unless sooner dissolved or disincorporated pursuant to law.

ARTICLE III.

That the principal place of business of said corporation and the location and post office address of its registered office in the State of Idaho shall be Idaho Falls, Bonneville County, Idaho; that branch offices of business each complete in itself for the conducting and carrying on of any part of the business of the corporation or the whole thereof, may be established at such other places, within or without the State of Idaho as the Board of Directors from time to time deem wise and prudent.

ARTICLE IV.

That the names of the incorporators and their places of residence are as follows:

<u>Name</u>	<u>Residence and Address</u>
Carl Moeller	Idaho Falls, Idaho
Rex Beach	Idaho Falls, Idaho
Glenn Stanger	Idaho Falls, Idaho
Ralph Taylor	Idaho Falls, Idaho
George Standen	Idaho Falls, Idaho

#### ARTICLE V.

That the purpose, object and pursuit of this corporation shall be to establish, operate, conduct, maintain, carry on and transact a general petroleum business within the State of Idaho and/or any other state wherein the corporation desires to operate. To buy, sell, own, distribute, drill for or deal in any and all kinds of petroleums, oils, greases and petroleum products of every kind and character.

To purchase, sell, mortgage, hypothecate, pledge, lease, or otherwise acquire, encumber, dispose of and deal in, either on its own behalf, or as agents for others, all kinds and character of property, real or personal, of this corporation or of any other corporation, firm or person, and while the owner thereof to exercise all the rights, powers and privileges of ownership, including, in the case of stocks, and shares, the right to vote thereon, and unless otherwise prohibited by law, to incur debts, borrow and lend money, with or without security, and to endorse or otherwise guarantee obligation of others; to make, issue and sell promissory bills of exchange, bonds, debentures and other evidences of debts of all kinds; to secure payment of its notes, bills of exchange, bonds, debentures and other indebtedness if deemed necessary, by pledge, hypothecation, mortgage, deed of trust, or otherwise of all or any property than owned by the corporation, and if deemed best, and of any and all property acquired; to sell and exchange its promissory notes, bonds, debentures, and other evidence of indebtedness for property of any kind whatsoever, real or personal, and to sell or exchange the stock of this corporation, or any part

thereof, for any purpose that the Board of Directors may determine, including the exchange of the corporation stock of this company or the corporate stock of any other corporation; subscribed for, purchase, or otherwise acquire, hold and own, or hold for investment purposes, with the same rights and privileges as to ownership as may be enjoyed by natural persons, and all kinds of shares, stocks, bonds, assets and/or obligations of any other corporation, and to purchase, sell, own, hold, pledge, or otherwise acquire or dispose of, shares of its own capital stock acquired from stockholders or otherwise.

To do all things necessary and convenient to further the interests of this corporation and carry on the general purposes for which it is organized including the right to rent and/or lease real or personal property.

#### ARTICLE VI.

The total number of shares that may be issued by the corporation shall consist of Fifty Thousand (50,000) shares of common stock of the par value of One Dollar (\$1.00) per share, amounting to the sum of Fifty Thousand Dollars (\$50,000.00).

The common stock shall be entitled to one vote for each share thereof issued and outstanding, and shall be the only stock of the corporation entitled to vote.

#### ARTICLE VII.

That the incorporation and the amount of the capital stock subscribed for by each, are as follows:

<u>Name</u>	<u>Number of Shares</u>
Carl Moeller	\$200.00
Rex Beach	\$200.00
Glenn Stanger	\$200.00
Ralph Taylor	\$200.00
George Standen	\$200.00

#### ARTICLE VIII.

That the officers of this corporation shall consist of not less than three nor more than five directors, each of whom shall be elected by the holders of a majority of the outstanding stock

at any regular or special meeting called for that purpose; also a President, Vice-President, Secretary and a Treasurer, each of whom shall be elected by the Board of Directors. The office of Secretary and Treasurer may be held by the same person; the officers of this corporation shall hold office for the period of one year or until their successors are duly elected and qualified; each officer of this corporation in order to qualify as such, must be a common stockholder of this corporation and duly elected to such office as above set forth.

#### ARTICLE IX.

All stock of the corporation not subscribed for shall remain in the treasury as treasury stock and may be sold and issued by the corporation at such times and for such purposes and upon such terms and conditions and to such persons as the Board of Directors may determine, including the power and authority to issue said stock, for consideration other than cash, such as for labor and services performed.

#### ARTICLE X.

The private property of the stockholders of this corporation shall not be liable for the debts of the corporation.

#### ARTICLE XI.

The officers of this corporation elected from the date of its corporation and until their successors are duly elected and qualified, are as follows, to-wit:

Carl Moeller  
Glenn Stanger  
Rex Beach

Ralph Taylor  
George Standen

President and Director  
Vice-President and Director  
Secretary, Treasurer and  
Director  
Director  
Director

IN WITNESS WHEREOF, we have hereunto set our hands this 24th  
day of June, A. D. 1952, at Idaho Falls, Bonneville County, Idaho.

(SIGNED)

Carl Moeller  
Carl Moeller

(SIGNED)

Rex Beach  
Rex Beach

(SIGNED)

Glenn Stanger  
Glenn Stanger

(SIGNED)

Ralph Taylor  
Ralph Taylor

(SIGNED)

George Standen  
George Standen

STATE OF IDAHO

County of Bonneville

) ss.

Carl Moeller, Rex Beach, Glenn Stanger, Ralph Taylor and George Standen, being first duly sworn on oath, each for himself and not for the other, deposes and says:

That he is a citizen of the United States and a resident of Idaho Falls, Bonneville County, Idaho; over the age of twenty-one (21) years; and he is one of the incorporators named in the foregoing Articles of Incorporation; that it is his bona fide intention and the bona fide intention of each of the subscribers of this agreement to commence and carry on the business mentioned in the foregoing agreement; that the stock subscribed for by the incorporators has been paid and that the foregoing Articles of Incorporation were duly signed by the respective incorporators therein set forth.

Carl Moeller  
Carl Moeller

Rex Beach  
Rex Beach

Glenn Stanger  
Glenn Stanger

Ralph Taylor  
Ralph Taylor

George Standen  
George Standen

Subscribed and sworn to before me this 24th day of June,  
A.D. 1952.

A. A. Merrill  
A. A. Merrill, Notary Public  
Residence and P. O. Address  
Idaho Falls, Idaho

SEAL

My commission expires: 12/12/55