

FILED EFFECTIVE

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
TRIPLE S OIL COMPANY**

2012 DEC 28 AM 9:39

SECRETARY OF STATE
STATE OF IDAHO

Effective as of December **28** 2012 (the "Effective Date"), the Articles of Incorporation of Triple S Oil Company (the "Corporation"), are amended and restated in their entirety as follows:

**Article 1
NAME OF THE CORPORATION**

The name of the Corporation is "Triple S Oil Company"

**Article 2
SHARES**

The aggregate number of shares the Corporation is authorized to issue shall be one million (1,000,000), with no par value, consisting of ten thousand (10,000) shares of voting common stock (the "Voting Common Stock") and nine hundred ninety thousand (990,000) shares of non-voting common stock (the "Non-Voting Common Stock"). The rights of the holders of shares of Voting Common Stock and the rights of holders of shares of Non-Voting Common Stock shall be identical in all respects, except as set forth in Article 3.

**Article 3
VOTING RIGHTS**

Each outstanding share of Voting Common Stock shall be entitled to one (1) vote on each matter submitted to a vote at a meeting of shareholders, including without limitation the election of directors of the Corporation and other corporate purposes. The holders of shares of Non-Voting Common Stock shall have no voting rights whatsoever with respect to the Corporation, including without limitation no class voting rights or voting group rights under Idaho Code Sections 30-1-1004 and 30-1-1104.

**Article 4
BOARD OF DIRECTORS**

The number of directors constituting the board of directors of the Corporation will be no less than one (1) and no greater than seven (7). Until changed as provided in the Corporation's Bylaws, the number of directors authorized to constitute the board of directors is three (3).

**Article 5
REGISTERED OFFICE AND AGENT**

The address of the registered office of the Corporation is 411 Overland, Burley, ID 83318, and the name of the registered agent at such address is James C. Lynch.

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TRIPLE S OIL COMPANY - 1

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Article 6
LIMITATION OF LIABILITY

A director of the Corporation shall not be personally liable to the Corporation or its shareholders for monetary damages, and the Corporation shall indemnify a director against liability (as defined in Idaho Code §30-1-850(5)) to any person, for any action taken, or any failure to take action, as a director except for liability for: (i) the amount of a financial benefit received by a director to which he is not entitled; (ii) an intentional infliction of harm on the Corporation or the shareholders; (iii) a violation of Idaho Code § 30-1-833, or (iv) an intentional violation of criminal law.

Article 7
INDEMNIFICATION

The Corporation shall indemnify the directors and officers of the Corporation to the fullest extent permitted by the Idaho Business Corporation Act, as the same exists or may hereafter be amended (but, in the case of any such amendment, only to the extent that such amendment permits the Corporation to provide broader indemnification rights than the Idaho Business Corporation Act permitted the Corporation to provide prior to such amendment).

Dated: December 24, 2012

By: 
James C. Lynch, President

**ARTICLES OF RESTATEMENT
OF
ARTICLES OF INCORPORATION
OF
TRIPLE S OIL COMPANY**

The undersigned, for the purpose of amending and restating the Articles of Incorporation of Triple S Oil Company, an Idaho corporation (the "Corporation"), and all amendments thereto, pursuant to Title 30, Chapter 1 of the Idaho Code, does hereby certify that:

1. Name. The name of the corporation is Triple S Oil Company
2. Amendment and Restatement. The text of the Amended and Restated Articles of Incorporation is attached.
3. Approval by Board of Directors. The amendments were duly approved and adopted by unanimous written consent of the board of directors of the Corporation effective December 21, 2012, in the manner required and as permitted by the Idaho Business Corporation Act and the Corporation's Articles of Incorporation.
4. Approval by Shareholders. The amendments were duly approved and adopted by unanimous written consent of the shareholders of the Corporation effective December 21, 2012, in the manner required and as permitted by the Idaho Business Corporation Act and the Corporation's Articles of Incorporation.

TRIPLE S OIL COMPANY

Dated: December 24, 2012

By: 

James S. Lynch, President