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98 JUN 15 AM 8:43
STATE OF IDAHO

ARTICLES OF INCORPORATION
OF THE
IDAHO PETROLEUM MARKETERS ASSOCIATION
A NONPROFIT CORPORATION

98 JUN 18 PM 1:39

STATE OF IDAHO
SECRETARY OF STATE
06/18/1998 04:00
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We have signed these articles as incorporators of a nonprofit corporation formed under the laws of the State of Idaho.

Article I

1. *Name.* The name of the corporation is the Idaho Petroleum Marketers Association., Inc.
2. *Duration.* The duration of the corporation is perpetual.
3. *Purposes.* The purposes of the corporation are:
 - (a) to create and foster a cooperative spirit among marketers and distributors of petroleum products, to advocate and encourage the adoption of practices, customs and legislation affecting the marketing of petroleum products to the end of maintaining fair practices and a system of free, competitive enterprise, as well as to oppose customs, practices, regulations and legislation contrary to such purposes;
 - (b) to represent petroleum marketers and distributors in their contact with local, state and national governments, and appear for and on behalf of the membership before legislative, administrative bodies of local, state and federal governments;
 - (c) to provide information, so far as it is possible, of the trends, changes, regulations and laws that affect, or may affect, the petroleum industry and/or marketing practices of corporation members;
 - (d) to provide other services that may benefit members as they are approved by the corporation board; and
 - (e) to at all times conduct its affairs so that it is qualified for exemption under Section 501(c) of the federal Internal Revenue Code and regulations promulgated thereunder.

Article II

4. *Membership.* Membership in the corporation is available and gives voting privileges to one or more classes of individuals or firms involved in the petroleum marketing industry as stated in the bylaws of the corporation.

Article III

5. *Directors.* The manner of election of directors is as stated in the bylaws of the corporation.

6. *Initial Directors.* Three directors serves as the initial Board of Directors of the corporation until successors are elected; their names and addresses are:

Dennis Baird
Baird Oil Co.
311 North Curtis Road
Boise, ID 83701

Dennis Campo
Campo Oil Co.
Box 316
Fruitland, ID 83619

H. Craig Richardson
Richardson Oil Co.
Box 184
Blackfoot, ID 83221

7. *Incorporators.* The names and addresses of the incorporators of the corporation are:

Dennis Baird
Baird Oil Co.
311 North Curtis Road
Boise, ID 83701

Dennis Campo
Campo Oil Co.
Box 316
Fruitland, ID 83619

H. Craig Richardson
Richardson Oil Co.
Box 184
Blackfoot, ID 83221

Article IV


8. *Registered Office and Agent.* The initial registered office of the corporation is 311 North Curtis Road, Boise, Idaho 83701. The initial registered agent of the corporation at that address is Dennis Baird, who is a resident of Ada County, State of Idaho.

9. *Dissolution.* If the corporation should be dissolved, no member will receive any portion of its remaining assets or property; upon dissolution, the balance of any assets or property of the corporation which remain after all debts or obligations are paid will be distributed to any other nonprofit corporation which has been determined by the Internal Revenue Service to be exempt from federal income taxes. Under no circumstances shall any of the assets of the corporation inure to the benefit of any director, officer, or member of the Corporation either directly or indirectly.

AS WITNESSES to our statements, we have signed these articles on the 2 day of JUNE, 1998.


Dennis Baird

6/2/98
Date


Dennis Campo

6/2/98
Date



H. Craig Richardson

6/2/98
Date

COUNTY Ada)
STATE Idaho) ss.

Signed and sworn to in my presence on the 2nd day of June, 1998.

My Commission Expires:


Notary Public
Residing at: