

State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, 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

BAIR'S DIESEL REPAIR, INC.

was filed in the office of the Secretary of State on the **Second** day of **October,** A.D. One Thousand Nine Hundred **Sixty-one** and duly recorded on Film No. **114** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

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 **perpetual existence** 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 **2nd** day of **October**, A.D., 19 **61**.

Secretary of State.

ARTICLES OF INCORPORATION OF
BAIR'S DIESEL REPAIR, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, all of whom are of full age and citizens of the United States, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and we do hereby certify:

I.

That the name of the corporation shall be BAIR'S DIESEL REPAIR, INC..

II.

That the purposes for which this corporation is formed are:

1. To engage in the business of purchasing, acquiring, owning, leasing, selling, transferring, encumbering, generally dealing in, repairing, renovating, and servicing all types of new and used automobiles, trucks, and other motor vehicles and any parts or accessories used in connection therewith; and the purchasing, acquiring, owning, selling and generally dealing in all types of supplies used by all types of motor vehicles. To engage in the business of transporting persons and property for hire by motor vehicle, aircraft, watercraft, and other means of conveyance, as a common carrier or otherwise, and to acquire, own, operate, lease, and dispose of like businesses.

2. To conduct the business of a filling and service station, which business shall include the 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 for or on motor vehicles of every description, and other articles and items of interest useful or desirable for patrons of such a filling station; the washing, polishing, and storing of motor vehicles; and such other business as is usual, proper and necessary in such enterprise.

3. To transact the business of investing on behalf of itself or others, any part of its capital and such additional funds as it may obtain, or any interest therein, either as tenant in common or otherwise, and selling or otherwise dis-

posing of the same, or any part thereof, or interest thereon.

4. To purchase or otherwise acquire, own, mortgage, pledge, sell, assign and transfer, or otherwise dispose of, to invest, trade, deal in and deal with, goods, wares, and merchandise and real and personal property of every class and description.

5. To loan money on any stock, bond, debenture, participation, certificate, contract or other writing, or personal property, or upon the security of real estate, and to collect said loans, together with interest thereon.

6. To purchase, or otherwise, acquire, to own, hold, use and enjoy, to improve, lease, mortgage, sell and transfer, exchange or otherwise dispose of; to invest in, trade in and deal with, and deal in, real estate of every kind and description.

7. To purchase, buy, invest in, guarantee, underwrite, or acquire any note, bond, stock, debenture, participation, security contract, overdraft, claim, judgment, choses in action, real estate, fixtures, furniture, or any other asset not herein enumerated.

8. To sue and be sued, appear and complain and defend in any Court of law and equity, or before any Board, Commission or Tribunal.

9. To make secured loans in any amount, and to sell participations in such loans, either with or without recourse, and to hold collateral in connection therewith in trust for the holders of participations, and to hold the evidence of debt in connection with such loan, and to issue evidences of interest to any person, partnership, firm, or corporation or association which may purchase an interest in such loan; and to enforce the collection thereof for the benefit of the holders of such participations.

10. To engage in the leasing of lands believed to contain petroleum, oils, and gas; the improving, mortgaging, leasing, assigning, and otherwise disposing of the same; the prospecting, drilling, pumping, piping, storing, refining, and selling, both at wholesale and retail, of oils and gas; the buying, otherwise acquiring, selling, and otherwise disposing of any and all real estate and

personal property for use in the business of the company; the construction of any and all buildings, pipe lines, pumping stations, and storage tanks, and any and all other buildings required in carrying on the business of the company; the acting as trustee for holders of oil lands in the receiving and disbursement of funds to be used in drilling for the common benefit of the land holders; the doing of any and every act or thing, proper, necessary, and incidental to the general purpose of this company.

11. To buy, acquire, sell, retain, deal in, or otherwise dispose of, absolutely or contingently, petroleum and/or gas properties and interests (whether like or different), and any right, title, or interest therein, and to do all other acts and things required to be done in connection therewith, either within or without the State of Idaho.

12. To purchase, sell, and own royalties in oil and gas lands and leases; to pay, mortgages, notes, taxes, assessments, and other charges that are or may become a lien or charge against any lands or leases in which this company may have a royalty interest.

13. To buy, exchange, construct, contract for, lease, and in any and all other ways acquire, take, hold, and own refineries for the treatment of petroleum and other mineral oil and gases; the tanks or other facilities for the storage thereof; and the manufacturing plants, works, and appurtenances for the production, distribution, and sales of petroleum, oil, gas, and of any and all refinements and by-products thereof; to refine crude oil; to improve, maintain, operate and develop, and to sell, mortgage, lease, or otherwise dispose of the properties, and to sell or otherwise dispose of such petroleum, oil, and all refinements and by-products thereof.

14. To engage in the manufacture, sale, and distribution of oil well drilling and producing equipment and machinery.

15. To do all things necessary, essential, convenient, or proper for the

accomplishment of any and all of the aforementioned purposes or the attainment of any and all of the objects above mentioned or incident to the powers herein named, or which shall at any time appear to be conducive or expedient or beneficial to this corporation, and to such end to have any and all powers conferred upon corporations organized under the general laws of the State of Idaho.

III.

Subject to the dissolution in the manner provided by law, the duration of this corporation shall be perpetual.

IV.

That the principal place of business, registered office and the location and post office address of the registered office of said corporation shall be City of Idaho Falls, County of Bonneville, State of Idaho.

V.

That the total authorized capital stock of this corporation shall be Fifty Thousand Dollars (\$50,000.00), divided into Five Thousand (5,000) shares of the par value of Ten Dollars (\$10.00) each, and all of such capital stock shall be common stock.

VI.

That the number of directors of said corporation shall be three, to be elected annually.

VII.

That the Board of Directors shall have the power to repeal and amend the By-Laws of the corporation and to adopt new by-laws at any meeting of the Board of Directors. All By-Laws shall be subject to amendment, alteration, and repeal by the stockholders at any annual meeting, or at any special meeting called for such purpose.

VIII.

The following are the names and postoffice addresses of the incorporators, together with the number of shares subscribed by each:

NAME	P. O. ADDRESS	NO. SHARES
LA MONT L. BAIR	Idaho Falls, Idaho	1
HODGE H. ELLISON	Idaho Falls, Idaho	1
J. F. COREY	Idaho Falls, Idaho	1

IN WITNESS WHEREOF, we have hereunto set our hands and seals this
25th day of September, 1961.

LaMont L. Bair

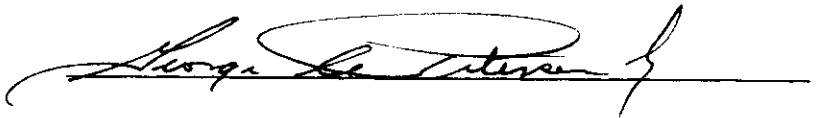
Hodge H. Ellison

J. F. Corey

STATE OF IDAHO,)
) ss.
County of Bonneville.)

I hereby certify, that on the _____ day of September, 1961, before me, the undersigned Notary Public in and for State of Idaho, personally appeared LaMont L. Bair, Hodge H. Ellison, and J. F. Corey, known to me to be the persons whose names are subscribed to the within and foregoing instrument, and acknowledged to me that they 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.



(Seal)

Notary Public for State of Idaho

Residing at: Idaho Falls, Idaho

My Commission Expires: 3/15/62