



Department of State

CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, 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

IDAHO PYROCAL STOPS, INC.

was filed in the office of the ^{Secretary of State} on the **31st** day of **March** A.D., One Thousand Nine Hundred **Seventy-one** and will be ~~filed~~ ^{duly recorded on ~~microfilm~~ microfilm} 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

Pocatello in the County of **Bannock**

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 **31st** day of **March**, A.D., 19 **71**.

Pete T. Cenarrusa
Secretary of State.

Ass't. Corporation Clerk.

ARTICLES OF INCORPORATION

IDAHO PFRUGAL STOPS, INC.

We, the undersigned natural persons of the age of ~~twenty~~ one years or more, citizens of the United States, have ~~this day~~ voluntarily associated ourselves together for the purpose of forming a general business corporation pursuant to Chapter 1, Title 30 of the Idaho Code and under the laws of the State of Idaho and we now do hereby adopt the following Articles of Incorporation for such corporation.

ARTICLE I

Corporate Name

The name of the corporation is Idaho Pfrugal Stops, Inc.

ARTICLE II

DURATION OF CORPORATION

The corporation is to have perpetual existence unless dissolved or terminated according to law.

ARTICLE III

CORPORATE PURPOSE

The objects, business and pursuit of this corporation agreed upon are as follows:

(a) To manufacture, sell, buy, distribute and market, at wholesale or retail, various items of petroleum products and other items with a marketable value not necessarily connected with the petroleum industry.

(b) To distribute, manufacture, sell, buy, trade, consign and transfer various items of personal property at wholesale or retail in the discretion of the corporation to various retail, public and private market outlets within and outside the State of Idaho.

(c) To take, lease, purchase, or otherwise acquire, and to own, use, hold, sell, convey, exchange, lease, mortgage, improve, and otherwise handle, deal in and dispose of real estate, real property and any interest or right therein.

(d) To operate, manage and own real property and to operate establishments for the serving of food and liquors by the drink to the general public in conformance with the laws of the State of Idaho. Said establishments to be operated solely within the State of Idaho. To acquire the necessary licenses and permits with the local city and county authorities and also the State of Idaho.

(e) To do every and all things necessary and proper for the welfare or protection or benefit of the corporation and to engage in every other type of business believed to be beneficial to the corporation whether or not such business is similar nature to the objects set forth in the Articles of Incorporation or in any amendment thereto.

(f) To conduct its business and affairs according to the laws of the State of Idaho and the United States of America and to do all things pursuant thereto.

ARTICLE IV

LOCATION AND POST OFFICE ADDRESS

The principal place of business of this corporation shall be Pocatello, Idaho, and the corporate mailing address is P. O. Box 3, Pocatello, Idaho.

ARTICLE V

SHARES

The total number of shares is 1,000 shares and said shares shall have a par value of \$35.00 per share. The authorized capital stock of said corporation is \$35,000.00. All of the stock of the corporation shall be of the same class and have the same rights and preferences. Each incorporator hereby subscribes to one share of stock and only one at the before mentioned par value.

ARTICLE VI

LIABILITY

The personal and private property and assets of the incorporator shall not be liable for the debts and obligations of the corporation.

ARTICLE VII

BYLAWS

The corporation shall make and adopt bylaws, rules and regulations for the management of its affairs and the corporation shall have the authority and right to do all and everything, including the making and carrying out of any contracts necessary, suitable and proper for the accomplishment of any of the purposes and objects and in furtherance of any of the powers set forth, and to do every other act or acts, incidental or pertaining to or growing out of or connected with the affairs of the corporation, or any part or parts thereof, provided the same are not inconsistent with the laws of the State of Idaho under which this corporation is formed. The corporation shall also have the authority under its bylaws to regulate, manage and preserve its property and interest and from time to time, alter, repeal, rescind or vary its Articles of Incorporation, bylaws, rules and regulations, or any of them.

ARTICLE VIII

BYLAWS-AMENDMENTS

The bylaws of the corporation may be altered, amended or new bylaws adopted at any annual shareholder's meeting or the bylaws may be amended, altered or repealed by a two-thirds vote of the Board of Directors at the annual meeting of the corporation or at a special meeting of the corporation called for that purpose.

ARTICLE IX

SUB-CHAPTER S CORPORATION

This corporation is hereby filed as a small business corporation under Sub Chapter S of the Internal Revenue Code of the United States and shall be entitled to all the rights and privileges thereof.

ARTICLE X

BOARD OF DIRECTORS

The number of directors of this corporation shall be not less than three nor more than five.

The names and addresses of the initial Board of Directors who shall serve until their successors are elected or appointed, and qualified, are as follows:

Peter D. McDermott, P. O. Box 3, Pocatello, Idaho

Alfred H. Stuetzle, Jr., 232 Fairbanks, Pocatello, Idaho

Brent R. Berrett, 354 Hyde Avenue, Pocatello, Idaho

ARTICLE XI

INCORPORATORS

The names and post office addresses and addresses of each of the incorporators are as follows:

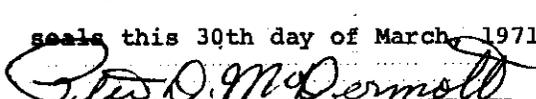
Peter D. McDermott, P. O. Box 3, Pocatello, Idaho

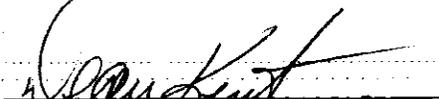
Alfred H. Stuetzle, Jr., 232 Fairbanks, Pocatello, Idaho

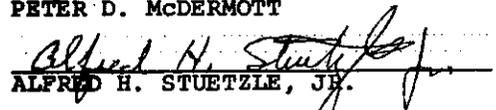
Dean Kent, 24 E. 3500 South, Bountiful, Utah

Brent R. Berrett, 354 Hyde Avenue, Pocatello, Idaho

IN WITNESS WHEREOF, We, Peter D. McDermott, Alfred H. Stuetzle, Jr., Dean Kent and Brent R. Berrett, being all of the incorporators hereinabove named, set our respective hands and seals this 30th day of March, 1971.


PETER D. McDERMOTT


DEAN KENT


ALFRED H. STUETZLE, JR.


BRENT R. BERRETT

STATE OF IDAHO)
 : SS
COUNTY OF BANNOCK)

On this 30th day of March, 1971, before me, the undersigned, Notary Public for the State of Idaho, personally appeared Peter D. McDermott, Dean Kent, Alfred H. Stuetzle, Jr. and Brent R. Berrett, known to me to be the same and identical persons whose names are

subscribed to the above and foregoing Articles of Incorporation,
and each for himself acknowledged the same to be his free and
voluntary act and deed, the use and purpose therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my official seal at Pocatello, Idaho, this 30th day
of March, 1971.

P. A. Mc Dermott
P. A. McDERMOTT
NOTARY PUBLIC FOR IDAHO
Residing at Pocatello, Idaho
My commission expires 11-10-73