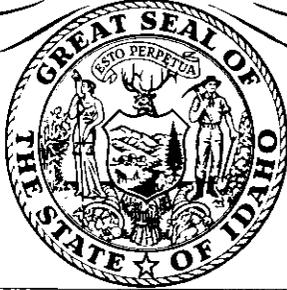


State of Idaho



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

BLAIR-DEAN, INC.

was filed in the office of the Secretary of State on the **Sixth** day of **September** A.D. One Thousand Nine Hundred **Sixty-three** and duly recorded on Film No. **125** 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 **6th** day of **September**, A.D., 19 **63**.

Secretary of State.

ARTICLES OF INCORPORATION
OF
BLAIR-DEAN, INC.

* * * *
*

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, each of whom is a citizen of the United States of America, over and above the age of twenty-one (21) years, have and do hereby voluntarily associate ourselves together for the purpose of forming and do hereby form a corporation under the Laws of the State of Idaho, and we do hereby certify:

I

That the name of the corporation shall be

BLAIR-DEAN, INC.

II

That the purposes for which this corporation is formed are, and it shall have power and authority:

1. To conduct the business of filling and service stations which business shall include the dealing in gasoline and all other petroleum products; all kinds of oils and products used for motor fuels or lubrication; all manner of accessories and appliances to be used on motor vehicles of every description; the repair, maintenance, washing, polishing and storing of motor vehicles, and in furtherance of such business to establish offices in any county, town, city or country, and to do any and all lawful things in and about the conduct of such business as are usual and necessary in such enterprise.
2. To manufacture, produce, truck and transport, buy, sell, dispose of and deal in gasoline and all other petroleum products, and to carry on all the businesses that are usually or may be conveniently carried on by companies dealing in gasoline and all other petroleum products, including but not restricted to conducting and operating retail businesses or filling and service stations, conducting the business of a wholesale dealer and distributor of gasoline and all other petroleum products, and to supply and market all types and description of oils, fuels and lubrication products for heat, power and domestic uses and to furnish the same to public or private consumers, and do all things incident to or connected with any of the aforesaid purposes which might further aid the purposes and objects aforesaid.
3. To carry on a general livestock commission business, that is, to buy and sell livestock, and to act as broker in the purchase and sale of livestock, and to receive for sale, and sell on commission, livestock, cotton, wool, hides and any produce consigned for sale, and to make advancements on such consignments, and to charge for such sales and advances; and

to buy and sell livestock and other products on commission or otherwise, for its stockholders, and to do all other business properly pertaining and belonging to a corporation organized for the above stated purposes; to act as contractors in the hauling of livestock and to operate and maintain a fleet of motor trucks and other modes of conveyance to carry out the purposes of said business.

4. To purchase or otherwise acquire, own, hold, sell, improve, lease and mortgage real property or any interest therein within the State of Idaho or within any of the several states of the United States, and to construct, alter and repair improvements thereon, and to contract for the construction, alteration and repair of improvements on its real property or the real property of another, and improvements thereon, and to purchase and otherwise acquire, own, hold, lease, mortgage, sell and otherwise dispose of, hire, use and operate motor vehicles, equipment and machinery as may be necessary or convenient for the transaction of its business or to carry out the purposes for which this corporation is formed.

5. To borrow and lend money and negotiate loans, draw acceptances, make, issue, draw, endorse, discount, buy, sell conditional sales contracts, bills of exchange, promissory notes, bonds, debentures, coupons, and other negotiable instruments and securities, and mortgages and pledge agreements; to issue, subscribe for, take, acquire and hold, sell, exchange and deal in shares of capital stock including the capital stock issued by it and bonds, obligations and securities of any government or authority or company; to give any guaranty for the payment of money or performance of any obligation or undertaking incidental or appropriate for the carrying on generally of its business; to enter into, make, perform and carry out contracts of every sort and kind with any person, firm, association or corporation, private, public or municipal or body politic and with the government of the United States or any state, territory or colony thereof or any foreign country; to make charitable and business donations or gifts.

6. To employ executives, managers, bookkeepers, salesmen, clerical assistants and any and all employees that may be necessary or convenient to the proper carrying out of its business or for the purpose of attaining or furthering any of its objects to do any and all things which a corporation or natural person could do and exercise and which is now or hereafter may be authorized.

7. To have, exercise, use and employ the authority specified in Section 30-114, Idaho Code, and to have, exercise, use and employ any and all of the same and any or all of the objects, purposes, powers, privileges, authority and rights therein and herein set forth, both within and without the State of Idaho, and the United States of America, District of Columbia, and the territories and colonies of the United States and in foreign countries; and to have one or more corporate or business offices and places of business, within and without said State, said United States of America, District of Columbia, territories and colonies of the United States, and in foreign countries.

The statements contained in the several subdivisions numbered I to 7 of this paragraph shall, except where otherwise expressed, be in no way

limited or restricted by reference to or inference from the terms of any other subdivision but shall be regarded as independent purposes and powers. The several subdivisions contained in this statement of purposes shall be construed as both purposes and powers and the enumeration thereof shall not be held to limit or restrict in any manner the general powers conferred on this type of corporation by the Laws of the State of Idaho, all of which are hereby expressly claimed.

III

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

IV

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

V

The total authorized capital stock of said corporation shall be FIFTY THOUSAND AND NO/100 (\$50,000.00) DOLLARS, divided into Fifty Thousand (50,000) shares of the par value of ONE AND NO/100 (\$1.00) DOLLARS each, and all of said capital stock shall be common stock.

VI

The number of directors of said corporation shall be not less than three (3) nor more than nine (9), as hereafter fixed, and determined by the by-laws of the corporation.

VII

The board of directors shall have the power to repeal and amend the by-laws of the corporation and 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 purposes.

VIII

The following are the names and postoffice addresses of the incorporators, together with the number and kind of shares which are sub-

cribed by each:

NAME	POSTOFFICE ADDRESS	NUMBER OF SHARES
Dean R. Nielsen	165 Sunset, Idaho Falls, Idaho	Ten
Barbara Nielsen	165 Sunset, Idaho Falls, Idaho	Ten
Blair Berry	325 S. 2nd West, Rexburg, Idaho	Ten
Joyce Berry	325 S. 2nd West, Rexburg, Idaho	Ten

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 5th day of September, in the year our Lord One Thousand Nine Hundred and Sixty-three.

Dean R. Nielsen (SEAL)

Barbara Nielsen (SEAL)

Blair Berry (SEAL)

Joyce Berry (SEAL)

STATE OF IDAHO)
 COUNTY OF Bannock :ss

On this 5th day of September, 1963, before me, the undersigned Notary Public in and for said state, personally appeared DEAN R. NIELSEN, BARBARA NIELSEN, BLAIR BERRY and JOYCE BERRY, known to me to be the persons whose names are subscribed to the within 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.

Edward W. Kike
 Notary Public in and for said State
 Residing at : Idaho Falls
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