



## 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

*ATKINSON DISTRIBUTING, INC.*

was filed in the office of the Secretary of State on the 18th day of August A.D., One Thousand Nine Hundred seventy-five and ~~will be~~ ~~duly recorded on Film-No-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 *Orofino, Idaho* in the County of *Clearwater*

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the

ARTICLES OF INCORPORATION  
OF  
ATKINSON DISTRIBUTING, INC.

KNOW ALL MEN BY THESE PRESENTS:

We, the undersigned, being natural persons of full age, all of whom are citizens of the United States, and residents thereof, and residents of the State of Idaho, do hereby voluntarily associate ourselves for the purpose of forming a private corporation under the laws of the State of Idaho.

I.

The name of this corporation shall be ATKINSON DISTRIBUTING, INC.

II.

The purposes for which this corporation is formed are:

1. To manufacture, buy, sell, job or otherwise deal in, either at wholesale or retail, oil, gasoline, kerosene and all other oil or other petroleum products, and other goods and merchandise used in and pertaining to said business, and to deal in and carry on a petroleum products distributing business, and to do all acts and things reasonable and necessary for the conduct of such business; to transact all and sundry the acts of whatever nature necessary to best effectuate a proper and successful operation and maintenance of a petroleum distributing business and to carry out the purposes heretofore stated; and to exercise the powers herein set forth as fully as natural persons, whether as principal, agent, or otherwise.

2. To make, perform, and carry out contracts of every kind and description pertaining to the purposes of this corporation, and for any

Board of Directors of this corporation, with any firm, person, association or corporation. To borrow or raise money without limit as to amount by negotiable or transferrable instruments or otherwise.

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

4. To take, lease, purchase or otherwise acquire, and to own, use, hold, sell, convey, exchange, lease, hypothecate, work, improve, develop, divide, and otherwise handle, deal in, and dispose of the real estate, real property, and any interest or right therein.

5. To take, purchase, or otherwise acquire, and to own, hold, sell, convey, exchange, hire, lease, pledge, hypothecate and otherwise deal in and dispose of personal property, chattels, chattels real, rights, easements, privileges, choses in action, notes, bonds, mortgages and securities as may be lawfully acquired, held or disposed of by it under the laws of the State of Idaho.

6. The purposes for which this corporation are formed are to do any and all things herein set forth to the same extent as natural persons might or could do, and in any part of the world as principal, agent or otherwise, and in furtherance of, and not in limitation of the general powers conferred by the laws of the State of Idaho.

7. In furtherance and not in limitation of the general powers conferred by the laws of the State of Idaho, and of the purposes hereinabove stated, the corporation shall have the power to exercise all the powers now or hereafter conferred by the laws of the State of Idaho upon corporations

any and all acts amendatory thereof and supplemental thereto.

The foregoing clauses are to be construed both as objects and powers; and it is hereby expressly provided that the enumeration herein of specific objects and powers shall not be held to limit or restrict in any manner the general powers of the Corporation; it is the intention that the purposes, objects and powers as specified in each of the paragraphs of this paragraph II shall, except as otherwise expressly provided, in nowise be limited to or restricted by reference to or inference from the terms of any other clause or paragraph of these Articles of Incorporation.

### III.

The principal office and place of business of the corporation is to be at Orofino, Idaho, the mailing address of the principal office of the corporation is P. O. Box 1110, Orofino, Idaho 83544; the office may hereafter be located within or without the State of Idaho as the Board of Directors may, from time to time determine.

### IV.

The amount of the total authorized capital stock of this corporation is Twenty Five Thousand Dollars (\$25,000.00) consisting of Two Hundred Fifty (250) shares of common stock with a par value of One Hundred Dollars (\$100.00) per share.

### V.

The private property of the subscribers and shareholders of this corporation shall not be subject to any of the debts, obligations or liabilities of the corporation.

### VI.

This corporation shall have three (3) directors, except in the event

directors maybe less than three (3) but not less than the number of  
s hareholders.

VII.

The names and post office addresses of each of the incorporators  
signing these Articles of Incorporation are as follows:

		<u>Shares</u>
William C. Atkinson	Orofino, Idaho	1
Norman D. Graham	Kamiah, Idaho	1
Michael E. McNichols	Orofino, Idaho	1

VIII.

The duration of the existence of this corporation shall be perpetual.


IX.

The corporation reserves the right to amend, alter, change or  
repeal any of the provisions contained in these Articles of Incorporation in  
any manner now or hereinafter prescribed by state.

IN WITNESS WHEREOF, the parties hereto have affixed their hands  
and seals the day and year first above written.

  
William C. Atkinson

  
Norman D. Graham

  
Michael E. McNichols

STATE OF IDAHO

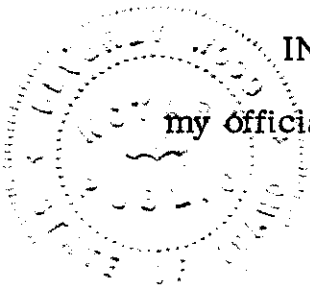
County of Clearwater

)  
) ss.  
)

On this 15<sup>th</sup> day of August, 1975, before me, the undersigned, a notary  
public in and for the State of Idaho, personally appeared William C.  
Atkinson and Michael E. McNichols, 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.



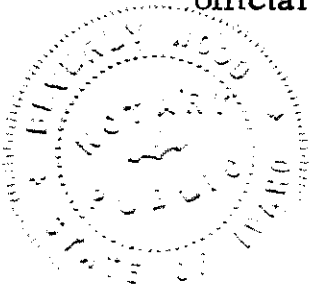
Beverly Wood  
Notary Public in and for the State of  
Idaho, residing at Orofino, therein.

STATE OF IDAHO

County of Clearwater ) ss.

On this 14<sup>th</sup> day of August, 1975, before me, the undersigned, a  
notary public in and for the State of Idaho, personally appeared Norman D.  
Graham, known to me to be the person whose name is subscribed to the  
within and foregoing instrument and acknowledged to me that he 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.



Beverly Wood  
Notary Public in and for the State of  
Idaho, residing at Orofino, therein.