

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

PHIL'S PETROLEUM, INC.

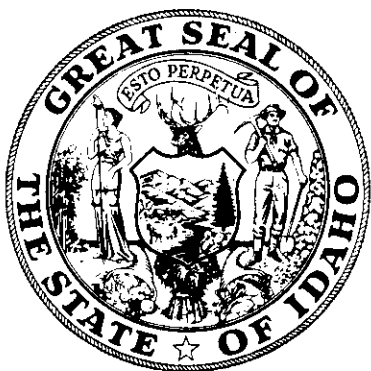
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of \_\_\_\_\_

PHIL'S PETROLEUM, INC.

duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: **July 1, 1983**



*Pete T. Cenarrusa*

SECRETARY OF STATE

by: \_\_\_\_\_

ARTICLES OF INCORPORATION

OF

PHIL'S PETROLEUM, INC.

SECRETARY OF STATE

WE, THE UNDERSIGNED CITIZENS OF THE STATE OF IDAHO, HEREBY DO  
ASSOCIATE OURSELVES FOR THE PURPOSE OF FORMING A CORPORATION  
UNDER THE LAWS OF THE STATE OF IDAHO, AND THUS HEREBY CERTIFY AS  
FOLLOWS:

- 1) THE NAME OF THIS CORPORATION SHALL BE PHIL'S PETROLEUM, INC.
- 2) THE GENERAL NATURE OF THE BUSINESS CONDUCTED BY THIS CORPORATION  
SHALL BE THE SALE AND MERCHANDISING OF PETROLEUM PRODUCTS.
- 3) IN FURTHERANCE OF THE GENERAL POWERS OF THIS CORPORATION, IT  
SHALL HAVE THE FOLLOWING POWERS IN THE CONDUCT OF ITS BUSINESS:
  - A) TO PURCHASE, LEASE, OR DEAL IN REAL PROPERTIES OF ALL  
KINDS AND DESCRIPTIONS,
  - B) TO PURCHASE, LEASE, OR DEAL IN PERSONAL PROPERTY AND  
EQUIPMENT OF ALL KINDS,
  - C) TO ENTER INTO AND PERFORM CONTRACTS OF ALL KINDS, TO  
BECOME A PARTNER IN ANY LAWFUL BUSINESS VENTURE, AND TO  
ACQUIRE AND DEAL IN ITS OWN STOCK OR SECURITIES, SHOULD  
THE NEED ARISE,
  - D) TO ESTABLISH PENSION AND PROFIT SHARING PLANS,
  - E) TO ACQUIRE OTHER BUSINESSES, EITHER THROUGH OUTRIGHT  
PURCHASE, OR THROUGH THE EXCHANGE OF ASSETS, GOODWILL,  
SECURITIES, OR OTHER CONSIDERATION,
  - F) TO APPLY FOR AND PURCHASE OR REGISTER PATENTS, TRADEMARKS,  
TRADE NAMES, OR ANY OTHER INTANGIBLE OBJECTS WHICH MAY BE  
NECESSARY OR INCIDENTAL TO THE CONDUCT OF ANY OF THE  
OBJECTS HEREIN ENUMERATED,
  - G) TO BORROW MONEY OR ISSUE NOTES, BONDS, DEBENTURES, OR  
OTHER EVIDENCES OF DEBT TO THE EXTENT PERMISSIBLE BY LAW,
  - H) TO CARRY ON ANY OTHER LAWFUL BUSINESSES IN CONNECTION WITH  
THE FOREGOING POWERS, AS WELL AS ANY OTHER POWERS AVAILABLE  
TO CORPORATIONS UNDER THE LAWS OF THE STATE OF IDAHO.

4) THE TOTAL AMOUNT OF CAPITAL STOCK THAT SHALL BE ISSUED BY THIS CORPORATION SHALL BE 100 SHARES OF THE PAR VALUE OF \$100 EACH, FOR A TOTAL AUTHORIZED CAPITAL OF \$10,000.

5) THE EXISTENCE OF THIS CORPORATION SHALL BE PERPETUAL.

6) THE INITIAL REGISTERED OFFICE OF THIS CORPORATION SHALL BE LOCATED AT c/o PHIL'S MARKET  
HAGERMAN IDAHO 83332

AND THE INITIAL REGISTERED AGENT AT THIS ADDRESS SHALL BE  
PHILLIP A. JOHNSON

7) THE NAMES AND ADDRESSES OF THE BOARD OF DIRECTORS WHO SHALL SERVE AND HOLD OFFICE ARE:

PHILLIP A. JOHNSON  
C/O PHIL'S MARKET+  
HAGERMAN IDAHO 83332

8) THE ADDRESSES AND NAMES OF THE INCORPORATORS OF THIS COMPANY ARE AS FOLLOWS:

PHILLIP A. JOHNSON  
SAME AS ABOVE

9) RECORDS AND BOOKS OF THE CORPORATION SHALL BE MAINTAINED BY THE STOCKHOLDERS AND DIRECTORS IN THE MANNER WHICH SHALL BE IN THE BEST INTERESTS OF THE STOCKHOLDERS AND THE CORPORATION, AS PROVIDED BY THE LAWS OF THE STATE OF IDAHO.

ACCORDINGLY, WE, THE INCORPORATORS, DO HEREBY AFFIX OUR HANDS AND  
SEALS, THIS 22 DAY OF JUNE, 19 83.

Wm. C. Jones  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

SUBSCRIBED AND SWORN TO BEFORE ME THIS 22 DAY OF June,  
19 83.

SEAL

Lillian L. Stebbins

NOTARY PUBLIC FOR IDAHO