



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

VERN E. HERBOS OIL COMPANY

was filed in the office of the Secretary of State on the **4th** day of **January**, A.D. One Thousand Nine Hundred **Sixty-five** and ~~will be~~ duly recorded on ~~Eilm. 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

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 **4th** day of **January**, A.D., 19 **65**

Secretary of State.

ARTICLE OF INCORPORATION

of

VERN. E. HERZOG OIL COMPANY

KNOW ALL MEN BY THESE PRESENTS:

That the undersigned, all of whom are bona fide residents of the State of Idaho, do hereby associate ourselves 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 this corporation shall be VERN E. HERZOG OIL COMPANY.

II.

That the purposes for which this corporation are formed are as follows:

1. To build, maintain and operate gasoline service stations, and to transport and supply petroleum products to the same; to maintain, to build and to operate repair shops, buildings, storage houses and garages for the storing, caring for, washing, cleaning, repairing of automobiles, motorcycles, and motor vehicles of every kind, nature and description.

2. To buy, sell, trade, transport and otherwise deal in, either at wholesale or retail, gasolines, oils, greases or other fuels or lubricants for automobiles, motorcycles, tractors, and other motor vehicles.

3. To buy, sell, and generally deal in tires of all kinds, supplies, apparatus and parts for automobiles, motorcycles, tractors, and vehicles of all kinds and description.

4. To buy, sell and deal in goods, wares and merchandise of any kind and description.

5. To purchase, construct, own, operate, sell and dispose of gasoline, service stations, stores of any kind, storage plants, and other buildings and structures with such machinery, apparatus, and equipment as may be conducive to the business of the corporation.

1 6. To purchase or otherwise acquire and to control, manage,
2 operate, own, mortgage, pledge, sell, or otherwise dispose of fueling
3 and transportation facilities, and to use and operate the same for
4 transportation and delivery.

5 7. To purchase, hold and use from time to time any shares of
6 its own stock, using for such purpose any part of its surplus; but
7 while this corporation holds the same, it shall not be entitled to
8 vote such stock or to receive dividends thereon.

9 8. To purchase, hold, acquire and sell stock in any other
10 corporation or corporations.

11 9. To borrow money and execute notes and mortgages therefor;
12 to lend money, and to take notes and mortgages, and to secure the
13 repayment of the same; to acquire real and personal property for
14 investment purposes, and to manage, rent, control and otherwise deal in
15 real and personal property.

16 10. To do all things incident to or connected with the afore-
17 said purposes which might further aid the purposes and objectives of
18 the corporation.

19 III.

20 That the period of existence of this corporation shall be perpetual.

21 IV.

22 That the Post Office address of this corporation shall be P.O. Box
23 263, Pocatello, Idaho, and the location of this corporation shall be
24 Pocatello, Bannock County, Idaho.

25 V.

26 That the business and prudential affairs of this corporation shall
27 be managed by a Board of three (3) directors, all of whom are to be
28 stockholders in said corporation, and all the undersigned incorporators
29 are of full legal age and citizens of the United States.

30 VI.

31 That the total amount of capital stock of this corporation shall
32 be Two Hundred and Fifty Thousand Dollars (\$250,000.00), divided into
twenty-five hundred (2,500) shares of the par value of One Hundred Dollars
(\$100.00) per share, one vote per share.

VII.

That the amount of capital stock which has been actually subscribed is Nine (9) shares by the following named persons, with the amount subscribed to by each, to-wit:

1. VERN E. HERZOG, SR., P.O. Box 263, Pocatello, Idaho, 5 shares
2. VERN E. HERZOG, JR., P.O. Box 1412, Pocatello, Idaho, 2 shares
3. THELMA G. HERZOG, P.O. Box 263, Pocatello, Idaho, 2 shares

VIII.

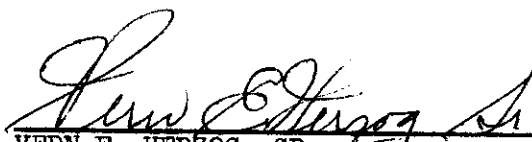
That all of the shares of this corporation shall be classified as common shares.

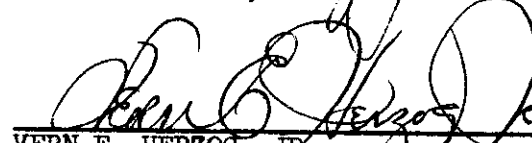
IX.

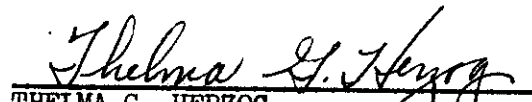
That the number of Directors which this corporation may have may be fixed by the By-Laws of the corporation; that the names of those who are appointed to act until the election and qualification of their successors are as follows:

1. VERN E. HERZOG, SR., P.O. Box 263, Pocatello, Idaho
2. VERN E. HERZOG, JR., P.O. Box 1412, Pocatello, Idaho
3. THELMA G. HERZOG, P.O. Box 263, Pocatello, Idaho.

IN WITNESS WHEREOF, We have hereunto set our hands and seals this 23rd day of December, 1964.


VERN E. HERZOG, SR.


VERN E. HERZOG, JR.


THELMA G. HERZOG

STATE OF IDAHO)
COUNTY OF BANNOCK) ss

ON THIS 23 day of December, 1964, before me, the undersigned Notary Public in and for said County and State, personally appeared VERN E. HERZOG, SR., VERN E. HERZOG, JR., and THELMA G. HERZOG, 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 the capacity of

1 individuals for the purpose of incorporating said Articles of Incorporation
2 of VERN E. HERZOG OIL COMPANY.

3 IN WITNESS WHEREOF, I have hereunto set my hand and affixed my
4 official seal the day and the year in the certificate first above written.

5 Charles Larzer
6 NOTARY PUBLIC

7 Residing at Pocatello, Idaho
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