

104844

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

S & K KONVENIENCE STORES, 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 the above named corporation, 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: January 19, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By

Lara Glick

ARTICLES OF INCORPORATION

OF

SEC. OF STATE

RECEIVED

S & K KONVENIENCE STORES, INC.

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The undersigned, acting as incorporator of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

NAME

The corporation's name shall be S & K Konvenience Stores, Inc.

ARTICLE II

PURPOSE

The purposes for which this corporation is organized are:

1. To operate convenience stores, and,
2. To transact any or all lawful business for which corporations may be incorporated under the Idaho Business Corporations Act.

ARTICLE III

PLACE OF BUSINESS AND AGENT

The registered office of this corporation and the principal place for the transaction of its business is hereby designated as 1710 S. Yellowstone Hwy., Idaho Falls, Idaho, 83402. The name of the registered agent is Steven Mitchell Scott, at that address.

ARTICLE IV

EXISTENCE

The corporation shall have perpetual existence.

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ARTICLE V

CAPITAL

The capital shall be evidenced by 10,000 shares having no par value. This stock shall be issued pursuant to Section 1244 of the Internal Revenue Code.

Such stock is, and shall remain, nonassessable.

ARTICLE VI

NO LIABILITY

The private property of the stockholders of this corporation shall not be subject to the payment of corporation debts to any extent whatsoever.

ARTICLE VII

AMENDMENT

The Directors, by a two-thirds (2/3) vote, may repeal, amend and/or adopt new By-Laws, which By-Laws may be further repealed, amended and/or adopted by the shareholders by a two-thirds (2/3) vote of all issued and outstanding shares. In the event of an amendment by the shareholders, said By-Laws so amended cannot thereafter be repealed or amended by the Directors.

ARTICLE VIII

CAPITAL STOCK

The amount of capital stock actually subscribed by the persons whose residences are hereinafter set forth appear opposite the names of said persons as follows, to wit:

| <u>NAME</u> | <u>ADDRESS</u> | <u>AMOUNT OF STOCK SUBSCRIBED</u> |
|-----------------------|---|-----------------------------------|
| Steven Mitchell Scott | 4491 N. Haroldsen Dr. Idaho Falls, Idaho 83401 | 50 Shares |

Lynda K. Keller

4491 N. Haroldsen Dr.
Idaho Falls, Idaho 83401

50 Shares

ARTICLE IX

BOARD OF DIRECTORS

| <u>NAME</u> | <u>ADDRESS</u> |
|-----------------------|---|
| Steven Mitchell Scott | 4491 N. Haroldsen Dr. Idaho Falls, Idaho 83401 |
| Lynda K. Keller | 4491 N. Haroldsen Dr. Idaho Falls, Idaho 83401 |

ARTICLE X

OFFICERS

| <u>NAME</u> | <u>ADDRESS</u> | <u>TITLE</u> |
|-----------------------|---|-------------------------|
| Steven Mitchell Scott | 4491 N. Haroldsen Dr. Idaho Falls, Idaho 83401 | President |
| Lynda K. Keller | 4491 N. Haroldsen Dr. Idaho Falls, Idaho 83401 | Secretary/ Treasurer |

ARTICLE X

INCORPORATOR

The name of the Incorporator is Steven Mitchell Scott.

DATED in duplicate original this 11th day of ~~December~~ ^{JANUARY} 1994, ~~1993~~.


STEVEN MITCHELL SCOTT

STATE OF IDAHO)
) ss
County of Jefferson)

On this 11th day of January, 1994, before me, the undersigned, a Notary Public in and for said State, personally appeared Steven Mitchell Scott, known to me to be the person whose name is subscribed to the foregoing Articles of Incorporation, 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 acknowledgement first above written.

(Seal)

Jim Archibald
Notary Public for Idaho
Residing at: Rigby
My Commission Expires: 8-21-97