



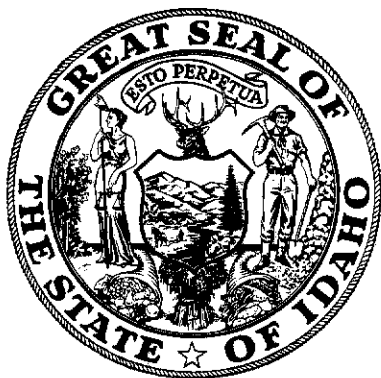
CERTIFICATE OF INCORPORATION  
OF

TEXAS PACIFIC INVESTMENTS 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: *December 1, 1986*



*Pete T. Cenarrusa*

SECRETARY OF STATE

by: *Shirley D. Stone*

RECEIVED  
SEC. OF STATE

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ARTICLES OF INCORPORATION  
OF  
TEXAS PACIFIC INVESTMENTS INC.

The undersigned, acting as incorporators of a Corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is TEXAS PACIFIC INVESTMENTS INC.

ARTICLE II

PURPOSE

The purpose or purposes for which the Corporation is organized is to transact all lawful business for which corporations may be organized under the Business Corporation Act of the State of Idaho.

ARTICLE III

DURATION

The Corporation shall have perpetual existence.

ARTICLE IV

SHARES

The total authorized stock of the Corporation is

1,000 shares of common stock, having a par value of \$1.00 per share.

#### ARTICLE V

##### PREEMPTIVE RIGHTS

The shareholders of the Corporation shall have no preemptive rights, by virtue of Idaho Code §30-1-26, to buy, purchase or acquire stock issued or to be issued by the Corporation.

#### ARTICLE VI

##### REGISTERED OFFICE

The address of the initial registered office is 1424 Sherman Avenue, Coeur d'Alene, Idaho 83814. The initial registered agent at that address is VONNIE STALEY.

#### ARTICLE VII

##### DIRECTORS

The initial board of directors shall consist of three directors, and the names and addresses of the persons who shall serve as directors until the first annual meeting of stockholders or until their successors can be elected and qualified are:

<u>Name</u>	<u>Address</u>
Dale Francis Wamstad	N. 8126 Hughes Drive Spokane, Washington 99208
Charles J. Weeks	3811 Turtle Creek Boulevard Suite 1000 Dallas, Texas 75219

J.B.N. Morris

22 Colony Road  
Gretna, Louisiana 70053

ARTICLE VIII

BYLAWS

The initial Bylaws of the Corporation shall be adopted by the board of directors. The power to alter, amend or repeal the Bylaws or adopt new Bylaws, subject to repeal or change by action of the stockholders, shall be vested in the board of directors. The Bylaws may contain any provisions for the regulation and management of the affairs of the Corporation not inconsistent with law or the Articles of Incorporation.

ARTICLE IX

INDEMNIFICATION OF DIRECTORS,

OFFICERS, EMPLOYEES AND AGENTS

The Corporation shall have the right to enter into such agreements and arrangements with its directors, officers, employees and agents to provide for their indemnification while acting for and on behalf of the Corporation, pursuant to Idaho Code §30-1-5.

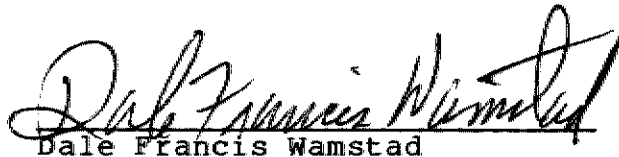
ARTICLE X

INCORPORATORS

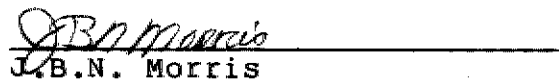
The names and business addresss of the incorporators are as follows:

<u>Name</u>	<u>Address</u>
Dale Francis Wamstad	N. 8126 Hughes Drive Spokane, Washington 99208
Charles J. Weeks	3811 Turtle Creek Boulevard Suite 1000 Dallas, Texas 75219
J.B.N. Morris	22 Colony Road Gretna, Louisiana 70053

IN WITNESS WHEREOF, the undersigned incorporators of the above-named Corporation, have hereunto signed these Articles of Incorporation on this 20th day of November, ~~October~~, 1986.

  
Dale Francis Wamstad

  
Charles J. Weeks

  
J.B.N. Morris

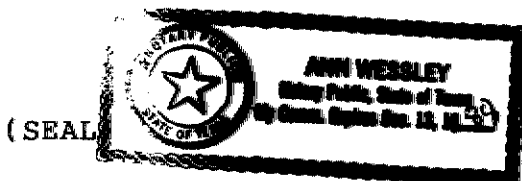
STATE OF Idaho )  
                                  : ss.  
County of Kootenai )

On this 20th day of November, ~~October~~, 1986, before me, the undersigned Notary Public, personally appeared Dale Francis Wamstad, known to me to be the person whose name

( SEAL )

Arlene Pishner  
Notary Public for Idaho  
Residing at Coeur d'Alene  
My Commission Exp. 12-20-86

On this 17<sup>th</sup> day of November, 1986, before me,  
the undersigned Notary Public, personally appeared Charles  
J. Weeks, known to me to be the person whose name is  
subscribed to the within instrument, and acknowledged to  
me that he executed the same.




\_\_\_\_\_  
 Notary Public for Texas  
 Residing at Dallas, Texas  
 My Commission Exp. 12-13-89

On this 31<sup>st</sup> day of October, 1986, before me,  
the undersigned Notary Public, personally appeared J.B.N.  
Morris, known to me to be the person whose name is

subscribed to the within instrument, and acknowledged to  
me that he executed the same.

(SEAL)

  
Notary Public for Delaware  
Residing at 300 Lake Marina  
My Commission Exp. at death