



CERTIFICATE OF INCORPORATION  
OF

GEM STATE PETROLEUM, INC.

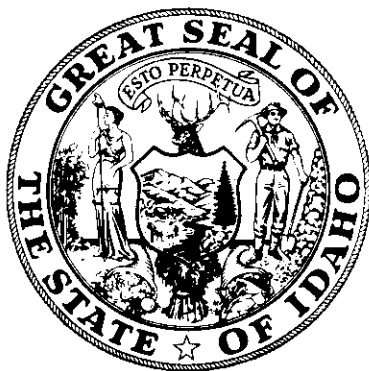
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that  
duplicate originals of Articles of Incorporation for the incorporation of \_\_\_\_\_

GEM STATE 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: *April 2, 1981*



SECRETARY OF STATE

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

ARTICLES OF INCORPORATION  
OF

GEM STATE PETROLEUM, INC.

APR 2 2 48 PM '81  
SECRETARY OF STATE

KNOW ALL MEN BY THESE PRESENTS:

That the undersigned, RICK C. PARKS, WARREN P. THORNE and JOAN D. MASONER, all of Twin Falls, County of Twin Falls, State of Idaho, and each and all citizens of the United States of America, of the age of majority, do hereby associate themselves together for the purpose of forming a corporation under the laws of the State of Idaho, and to that end do hereby adopt and execute the following Articles of Incorporation, and do hereby certify and declare:

I.

That the name of said corporation is and shall be:

GEM STATE PETROLEUM, INC.

II.

That said corporation is formed for the following purposes:

(a) To engage generally in the gasoline and oil-related products sale and distribution business and all business incidental thereto and to engage in all other activities in connection therewith.

(b) To exercise all authority and to perform all acts authorized under the provisions of Section 30-114 of the Idaho Code.

III.

That the location and post office address of the registered office of the corporation shall be: 1315 Highland Avenue E., Twin Falls, Idaho.

IV.

The Registered agent of said corporation is:

Rick C. Parks, whose address is

V.

That, subject to dissolution in the manner provided by law, the duration of this corporation shall be perpetual.

VI.

The amount of the authorized stock of said corporation shall be one hundred (100) shares of stock of no par value.

VII.

That the name and post office address of each of the incorporators and the number of shares subscribed by each is:

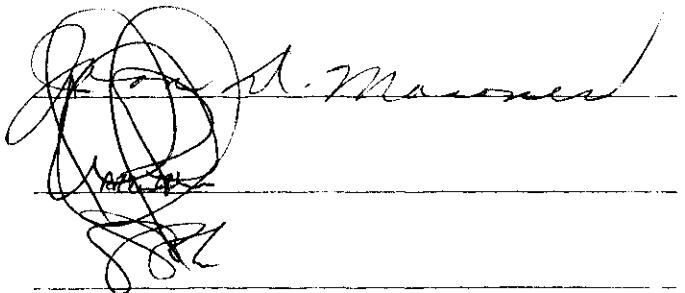
<u>NAME</u>	<u>ADDRESS</u>	<u>NO. OF SHARES</u>
Rick C. Parks	P. O. Box 801 Twin Falls, Idaho 83301	1
Warren P. Thorne	1315 Highland Avenue E. Twin Falls, Idaho 83301	1
Joan D. Masoner	P. O. Box 366 Twin Falls, Idaho 83301	1

VIII:

The names and addresses of the Directors of said corporation will be:

Rick C. Parks	P. O. Box 801 Twin Falls, Idaho 83301
Warren P. Thorne	1315 Highland Avenue E. Twin Falls, Idaho 83301

IN WITNESS WHEREOF, the parties hereto have hereunto set their hands and seals the 1st day of April, 1981.



A handwritten signature, likely of Joan D. Masoner, is written over a horizontal line. The signature is cursive and somewhat stylized, with a large loop at the beginning. Below the signature, there are two more horizontal lines, one of which has some faint, illegible markings.

STATE OF IDAHO                    )  
  ) ss.  
County of Twin Falls            )

On this 15<sup>th</sup> day of April, 1981, before me, the undersigned, a Notary Public in and for said County and State, personally appeared RICK C. PARKS, WARREN P. THORNE and JOAN D. MASONER, known to me to be the persons whose names are subscribed to the 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 first hereinabove written.

  
\_\_\_\_\_  
Notary Public in and for said  
County and State