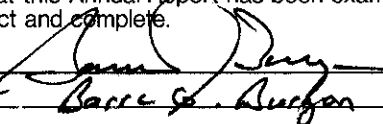
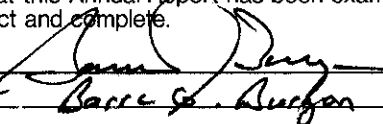
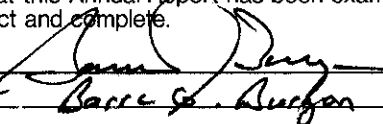
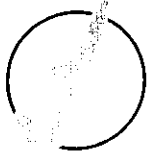


No. 39541	<b>Idaho Corporation Annual Report Form</b>		2. Registered Agent and Office															
Return To  <b>Secretary of State</b> <b>Room 203, Statehouse</b> <b>Boise, ID 83720</b>  <b>NO FEE REQUIRED</b>	Due No Later Than November 1, 1990		C. T. CORPORATION SYSTEM															
	1. Mailing Address — Please Correct		300 N. 6TH ST.															
	FLYING J INC. O. JAY CALL BOX 678 SO W. 900 S.  BRIGHAM CITY UT 84302		BOISE ID 83701  3. Incorporated Under The Laws of UT  NO: 039541															
4. Names and Addresses of Officers and Directors <table border="1"> <thead> <tr> <th></th> <th>Name</th> <th>Street or P.O. Address</th> <th>City</th> <th>State</th> <th>Zip</th> </tr> </thead> <tbody> <tr> <td>President:</td> <td colspan="5" rowspan="3">SEE ATTACHED SCHEDULE</td> </tr> <tr> <td>Secretary:</td> </tr> <tr> <td>Directors:</td> </tr> </tbody> </table>						Name	Street or P.O. Address	City	State	Zip	President:	SEE ATTACHED SCHEDULE					Secretary:	Directors:
	Name	Street or P.O. Address	City	State	Zip													
President:	SEE ATTACHED SCHEDULE																	
Secretary:																		
Directors:																		
5. Nature of Business Retail of Petroleum Products and Grocery Products		6. I certify that this Annual Report has been examined by me and is to the best of my knowledge true, correct and complete.  <table border="1"> <tr> <td>Signature</td> <td>Date</td> </tr> <tr> <td>           Name (Typed or Printed) Barry S. Buckner       </td> <td>         7-12-99          V.P. Sec.       </td> </tr> </table>			Signature	Date	 Name (Typed or Printed) Barry S. Buckner	7-12-99 V.P. Sec.										
Signature	Date																	
 Name (Typed or Printed) Barry S. Buckner	7-12-99 V.P. Sec.																	



## **FLYING J INC.**

**P.O. BOX 678 - BRIGHAM CITY, UTAH 84302**  
**PHONE (801) 734-9416**

### **FLYING J INC.**

#### **Schedule of Officer's and Directors**

President	O Jay Call	50 W 990 S Brigham City, UT 84302
Exec V Pres	J Phillip Adams	50 W 990 S Brigham City, UT 84302
Sr V Pres	Richard E Germer	50 W 990 S Brigham City, UT 84302
V Pres	Ronald R Parker	50 W 990 S Brigham City, UT 84302
Secretary	Barre G Burgon	50 W 990 S Brigham City, UT 84302
Treasurer	Barre G Burgon	50 W 990 S Brigham City, UT 84302
Director	O Jay Call	50 W 990 S Brigham City, UT 84302
Director	Rodney H Brady	Bonneville Int'l Corp Broadcast House Salt Lake City, UT 84180
Director	Bob L Smith	280 Liberty St. S. E. Salem, OR 97308
Director	J Paul Bagley III	142 Hodge Road Princeton, NJ 08540
Director	J Phillip Adams	50 W 990 S Brigham City, UT 84302
Director	Richard E Germer	50 W 990 S Brigham City, UT 84302