



CERTIFICATE OF AUTHORITY  
OF

**TANK SERVICE WESTERN, INC.**

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that  
duplicate originals of an Application of **TANK SERVICE WESTERN, INC.**

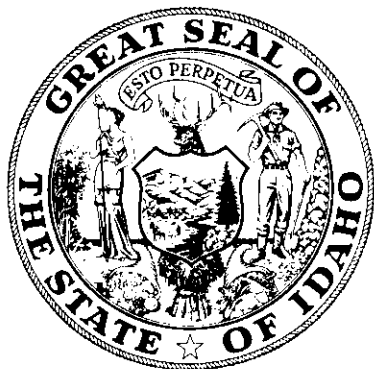
\_\_\_\_\_ for a Certificate of Authority to transact business in this State,  
duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have  
been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of  
Authority to **TANK SERVICE WESTERN, INC.**

to transact business in this State under the name **TANK SERVICE WESTERN, INC.**

\_\_\_\_\_ and attach hereto a duplicate original of the Application  
for such Certificate.

Dated **March 24, 1983**



*Pete T. Cenarrusa*

SECRETARY OF STATE

\_\_\_\_\_  
Corporation Clerk

## APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho.

Pursuant to Section 30-1-110, **Idaho Code**, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submit:

1. The name of the corporation is Tank Service Western, Inc.

2. \*The name which it shall use in Idaho is Tank Service Western, Inc.

3. It is incorporated under the laws of Oklahoma

4. The date of its incorporation is 10/12/82 and the period of its duration is perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is P. O. Box 589, Tulsa, OK 74101

6. The street address of its proposed registered office in Idaho is 300 N. 6th St., Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is C T Corporation System

7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:

construct, repair and maintain storage tanks, storage facilities and associated piping, processing and refining equipment and machinery of all kinds

8. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>Millard Jones</u>	<u>President</u>	<u>707 E. Rosecrans, Los Angeles, CA 90059</u>
<u>E. J. Hammond</u>	<u>V. President/Director</u>	<u>P. O. Box 589, Tulsa, OK 74101</u>
<u>Tom E. Maxwell</u>	<u>Sec./Treas./Director</u>	<u>P. O. Box 589, Tulsa, OK 74101</u>
<u>M. L. Rinehart</u>	<u>Director</u>	<u>P. O. Box 589, Tulsa, OK 74101</u>
<u>H. D. Morgan</u>	<u>Director</u>	<u>P. O. Box 589, Tulsa, OK 74101</u>
<u>W. J. Gossom</u>	<u>Director</u>	<u>P. O. Box 589, Tulsa, OK 74101</u>
<u>R. L. Curry</u>	<u>Director</u>	<u>P. O. Box 589, Tulsa, OK 74101</u>

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>25,000</u>	<u>Common</u>	<u>\$1.00</u>
<u>                    </u>	<u>                    </u>	<u>                    </u>
<u>                    </u>	<u>                    </u>	<u>                    </u>

(continued on reverse)



OFFICE OF THE SECRETARY OF STATE



CERTIFICATE OF TRANSCRIPT

*I, the undersigned Secretary of State of the State of Oklahoma, do hereby certify that the annexed transcript has been compared with the record on file in my office of which it purports to be a copy, and that the same is a full, true and correct copy of:*

ARTICLES OF INCORPORATION

OF

TANK SERVICE WESTERN, INC.



*In testimony whereof, I have hereunto set my hand and affixed the Great Seal of the State of Oklahoma at the City of Oklahoma City this 17th. day of March, 1983*

*Jeannette B. Edmondson*  
Secretary of State

By: *James Cole*

## OFFICE OF THE SECRETARY OF STATE

**CERTIFICATE OF INCORPORATION**

*To all to Whom these Presents shall Come, Greetings:*

**WHEREAS,** *Articles of Incorporation duly signed and verified of*

**TANK SERVICE WESTERN, INC.**

*have been filed in the office of the Secretary of State as provided by the Laws of the State of Oklahoma.*

**NOW THEREFORE,** *I, the undersigned, Secretary of State of the State of Oklahoma by virtue of the powers vested in me by law, do hereby issue this Certificate of Incorporation.*

**IN TESTIMONY WHEREOF,** *I hereunto set my hand and cause to be affixed the Great Seal of the State of Oklahoma.*

*Filed at the City of Oklahoma City, this* 17th

*day of* October *, A.D. 19* 22

*Joannette B. Edmondson*  
Secretary of State

*By: Brenda P. Young*



ARTICLES OF INCORPORATION

STATE OF OKLAHOMA     )  
                               )   SS.  
 COUNTY OF TULSA       )

TO: JEANETTE EDMONDSON, SECRETARY OF STATE  
 OF THE STATE OF OKLAHOMA

We, the undersigned Incorporators,

<u>Name</u>	<u>Address</u>	<u>City and State</u>
Henry G. Will	2400 First National Tower	Tulsa, Oklahoma
Tony L. Gehres	2400 First National Tower	Tulsa, Oklahoma
Katie C. Gibson	2400 First National Tower	Tulsa, Oklahoma

being persons legally competent to enter into contracts for the purpose of forming a corporation under "The Business Corporation Act" of the State of Oklahoma, do hereby adopt the following Articles of Incorporation:

ARTICLE ONE

The name of this Corporation is TANK SERVICE  
 WESTERN, INC. *elr*

ARTICLE TWO

The address of its registered office in the State of Oklahoma is 2400 First National Tower, in the City of Tulsa, County of Tulsa, and the name of its registered agent at such address is Henry G. Will.

ARTICLE THREE

The duration of this Corporation is PERPETUAL.

ARTICLE FOUR

The purpose or purposes for which the Corporation is formed is:

(a) To engage in any lawful act, business or activity, including but not limited to those hereinafter set forth.

(b) To construct, repair and maintain tanks, storage facilities, and processing and refining equipment and machinery of all kinds, including but not limited to those used for and containing liquid and dry food products, chemicals, petroleum and other commodities used in refineries and other industries.

(c) To buy, acquire, develop, hold, sell, trade, exchange, lease, improve and otherwise deal in and with personal property;

(d) to acquire (by purchase, lease or otherwise), construct, maintain, improve and operate buildings, vehicles, equipment and facilities which may be necessary, useful, convenient, appropriate or otherwise pertinent in or to any of the business or purposes of the Corporation described in this ARTICLE FOUR.

(e) To acquire (by purchase, lease or otherwise), hold, use, develop, dispose of (by sale or otherwise) and otherwise deal in and with real property and any interest therein and goods, wares, commodities, merchandise and other personal property of every character and description.

(f) To apply for, acquire (by purchase, lease or otherwise), hold, use, exercise, develop, introduce, register, dispose of (by sale or otherwise) and otherwise deal in and with trademarks, trademark rights, trade names, trade name rights, patents, patent rights, copyrights, processes and secret formulas, and applications for any of the foregoing, whether or not relating to any other business or purpose of the Corporation, and to grant and receive licenses or sub-licenses with respect thereto.

(g) To subscribe for, acquire (by purchase, lease or otherwise), invest in, hold, dispose of (by sale or otherwise) and otherwise deal in and with stocks, bonds, notes, debentures or other securities of any corporation, company, association, trust, firm or person, public, private or municipal, or of any state, district, territory or country, and to exercise any and all rights of ownership thereof, including, without limitation, the right to vote thereon.

(h) To borrow money and otherwise contract indebtedness, and to issue its bonds, notes, debentures or other evidences of indebtedness therefor, and if deemed desirable to secure the same by mortgage, pledge or deed of trust or lien upon any or all of its property, rights and franchises then owned or thereafter to be acquired.

(i) To acquire (by purchase, lease or otherwise) as a going-concern or otherwise, the whole or any part of the assets, business, good will, rights, franchises or other properties of any corporation, company, association, trust, firm or person, and to undertake or assume the whole or any part of the obligations or liabilities thereof, and to continue any business so acquired, if one lawful for the Corporation to engage in, in its own name or otherwise.

(j) To pay for any property acquired by it in cash, property, stock, bonds, notes, debentures or other securities of the Corporation or otherwise.

(k) To purchase, hold, sell and transfer the shares of its own capital stock and to receive dividends or other distributions thereon; provided that it shall not use its funds or property for the purchase of its own shares of capital stock when such use would cause any impairment of its capital, and provided, further, that shares of its capital stock belonging to it shall not be voted upon directly or indirectly.

(l) To aid by loan, subsidy, grant or otherwise any corporation, company, association, trust, firm or person; to guarantee or become surety in respect of any or all of the contracts, dividends, stocks, bonds, notes, debentures and other obligations of any corporation, company, association, trust, firm or person, and if deemed desirable to secure the performance or payment of the same by mortgage, pledge or deed of trust of or lien upon any or all of the property rights and franchises of the Corporation then owned or thereafter to be acquired.

(m) To carry on any or all of its business, objects and purposes as principal, factor, agent, custodian, nominee, trustee, contractor, broker, general partner (in a general or limited partnership), limited partner or otherwise, either alone or for the account of or in conjunction or partnership with such persons, firms, associations and corporations as may enter into agreements with it.

(n) In carrying on its business, objects and purposes, to enter into and perform agreements and contracts of every character and description.

(o) To have one or more offices and to carry on all or any part of its operations and business in any place wheresoever.

The Corporation shall possess the powers and authority incidental to and expedient for the attainment of the purposes hereinabove stated.

#### ARTICLE FIVE

(a) The aggregate number of shares which the Corporation shall have authority to allot is TWENTY FIVE THOUSAND (25,000) shares of Common Stock of the par value of \$1.00 per share.

(b) There shall be no other class of stock of the Corporation than the Common Stock set out hereinabove.

#### ARTICLE SIX

The amount of stated capital with which the Corporation shall begin business is Five Hundred Dollars (\$500.00), which has been fully paid in.

#### ARTICLE SEVEN

The number and class of shares to be allotted by the Corporation before it shall begin business shall be FIVE HUNDRED SHARES (500) of Common Stock of the par value of \$1.00 each for which the Corporation shall receive a consideration of FIVE HUNDRED DOLLARS (\$500).

#### ARTICLE EIGHT

The number of Directors to be elected at the first meeting of the shareholders is three (3) who shall be and constitute the Board of Directors of the Corporation and serve as such until their successors are duly elected and qualified, as provided in the Bylaws of the Corporation to be hereafter adopted. The Board of Directors of the Corporation shall be vested with power and authority:

(a) To accept or reject subscriptions for shares of the Corporation on such terms as may seem appropriate, except as otherwise provided by law;

(b) To make, alter or repeal the Bylaws of the Corporation subject to the power of the shareholders to alter or repeal such Bylaws, provided, however, that the Board of Directors shall not adopt, alter or repeal any Bylaws fixing their number, qualifications, classifications or term of office;

(c) To set apart out of any of the funds of the Corporation available for dividends a reserve or reserves for any proper purpose and to abolish any such reserve or reserves in the manner in which same were created;

(d) To designate by resolution adopted by a majority of the entire Board of Directors one or more committees, each committee to consist of two or more of the Directors of the Corporation, which, to the extent provided in the resolutions or in the Bylaws of the Corporation, shall have and may exercise the powers of the Board of Directors in the management of the business and affairs of the Corporation and may authorize the seal of the Corporation to be affixed to all papers which may require it, and which committee or committees shall have such name or names as may be stated in the Bylaws of the Corporation or as may be determined from time to time by resolution adopted by the Board of Directors.

The enumeration in this Article of certain powers and duties expressly conferred on the Board of Directors of this Corporation shall not be construed as a restriction or a limitation of other powers, and the Board of Directors of this Corporation shall exercise all power and authority authorized to be exercised by boards of directors of corporations organized under "The Business Corporation Act" of the State of Oklahoma in the absence of any restriction or limitation thereon in the Articles of Incorporation, and any additional powers and authority which may be reasonably necessary or convenient in connection therewith, in addition to the powers expressly enumerated herein.

#### ARTICLE NINE

The following provisions are hereby adopted for the management of the business and for the conduct of the affairs of the Corporation.

(a) The Corporation may, in its Bylaws, confer powers upon its Board of Directors in addition to the foregoing and in addition to the powers and authority expressly conferred upon them by the laws of the State of Oklahoma.

(b) The Corporation may enter into contracts and transact business with one or more of its Directors or with any partnership of which one or more of its Directors are members or employees or in which they are interested or with any corporation or association of which one or more of its Directors are stockholders, members, directors, officers or employees or in which they are interested, or with any trust

of which one or more of its Directors are trustees or in which they are interested, and such contract or transaction shall not be invalidated or in any way affected by the fact that such Director or Directors have or may have interests therein which are or might be adverse to the interests of the Corporation (even though the vote of the Director or Directors having such adverse interest shall have been necessary to obligate the Corporation upon such contract or transaction), provided that the fact of such interest shall be disclosed or known to the other Directors or stockholders acting upon or in reference to such contract or transaction. No Director or Directors having such disclosed or known adverse interest shall be liable by reason of such adverse interest to the Corporation or to any stockholder or creditor thereof, or to any other person, for any loss incurred by the Corporation under or by reason of any such contract or transaction; nor shall any such Director or Directors be accountable for any gains or profits realized thereon. The provisions of this paragraph shall not be construed to invalidate or in any way affect any contract, transaction or corporate action which otherwise would be valid under the common or statutory law applicable thereto.

(c) No right to dissent, as set out in "The Business Corporation Act" of the State of Oklahoma or subsequent amendments thereto, shall exist in behalf of any shareholder of this Corporation as to any specified corporate action or as to all corporate action, if such action be approved by the vote or written consent of the holders of at least Ninety Percent (90%) of all outstanding shares of the Corporation.

#### ARTICLE TEN

All voting power shall be vested in the holders of the common stock of the Corporation, and any holder of common shares shall be entitled at each meeting of the shareholders to one vote for each common share standing in the name of such shareholder on the books of the Corporation.

#### ARTICLE ELEVEN

Each shareholder of the Corporation shall have the right to purchase, at such prices and upon such terms and conditions as the Board of Directors of the Corporation shall determine from time to time, such of the shares of the Corporation's capital stock as may be hereafter issued, whether constituting a part of the stock presently or subsequently authorized, and including shares of stock held in the treasury of the Corporation and securities issued by the

Corporation which are convertible into the stock, in the respective ratio which the number of shares held by each shareholder at the time of such issue bears to the total number of shares issued and outstanding at such respective times; provided, however, that no shareholder shall have the right to purchase additional shares of the stock or securities convertible into the stock issued: (i) in payment of the business or assets or stock of any other corporation, or (ii) in payment of the purchase price of any real or personal property, or (iii) in connection with a merger, consolidation or reorganization. The Board of Directors may from time to time adopt and prescribe rules and regulations establishing reasonable times within which any shareholder may exercise any preemptive right to subscribe for and purchase additional shares of the common stock of the Corporation and procedures to be followed by any shareholder desiring to exercise any such right or rights.

#### ARTICLE TWELVE

This Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by law, and all rights conferred on officers, directors and shareholders herein are granted subject to this reservation.

October, 1982. DATED at Tulsa, Oklahoma, this 6th day of

Henry G. Will  
Henry G. Will

Tony L. Gehres  
Tony L. Gehres

Katie C. Gibson  
Katie C. Gibson

"Incorporators"

STATE OF OKLAHOMA     )  
                              )   SS  
COUNTY OF TULSA     )

BEFORE ME, the undersigned, a Notary Public, in and for said County and State, on this 6 day of October, 1982 personally appeared HENRY G. WILL, TONY L. GEHRES and KATIE C. GIBSON, to me known to be the identical persons who executed the foregoing ARTICLES OF INCORPORATION, and acknowledged to me that they executed the same as their free and voluntary act and deed for the uses and purposes therein set forth.

WITNESS my hand and official seal the day and year last above written.

Saphanna C. Nottingham  
Notary Public

My commission expires:

August 13, 1985  
[SEAL]

AFFIDAVIT AS TO PAID-IN CAPITAL

STATE OF OKLAHOMA     )  
                               )   SS  
 COUNTY OF TULSA     )

HENRY G. WILL, TONY L. GEHRES and KATIE C. GIBSON, of lawful age, being first duly sworn, each for himself, deposes and says that the above-named affiants constitute a majority of the Incorporators of CARDINAL AVIATION, INC., a proposed corporation, and that the amount of stated capital with which said corporation will begin business, as set out in its attached ARTICLES OF INCORPORATION, has been fully paid in.

DATED this 6<sup>th</sup> day of October, 1982.

Henry G. Will  
 Henry G. Will

Tony L. Gehres  
 Tony L. Gehres

Katie C. Gibson  
 Katie C. Gibson

SUBSCRIBED and sworn to before me on this 6 day of October, 1982.

Laythanna C. Nottingham  
 Notary Public

My commission expires:

August 13, 1985

[SEAL]

CONSENT TO USE OF NAME

STATE OF OKLAHOMA     )  
                                       ) SS.  
 COUNTY OF TULSA     )

TO: SECRETARY OF STATE OF THE  
 STATE OF OKLAHOMA

TANK SERVICE, INC., an Oklahoma corporation, hereby consents to the use of the name "Tank Service Western, Inc." by a corporation to be formed under the laws of the State of Oklahoma by Henry G. Will, Tony L. Gehres and Katie C. Gibson as incorporators. Tank Service, Inc. considers the name "Tank Service Western, Inc." to be dissimilar.

DATED this 6 day of October, 1982.

TANK SERVICE, INC.

ATTEST:

M. W. M.  
 Asst. Secretary

By: Martin L. Rinehart  
 Vice President

[SEAL]

STATE OF OKLAHOMA     )  
                                       ) SS.  
 COUNTY OF TULSA     )

BEFORE ME, the undersigned Notary Public in and for said County and State, on this 6 day of October, 1982, personally appeared Martin L. Rinehart, to me known to be the identical person who subscribed the name of TANK SERVICE, INC. to the foregoing instrument as its Vice President, and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

WITNESS my hand and official seal the day and year last above written.

Sayshanna C. Nottingham  
 Notary Public

My commission expires:

August 13, 1985

[SEAL]