

CERTIFICATE OF INCORPORATION
OF

MAX AND LOUISE CUNNINGHAM, INC.

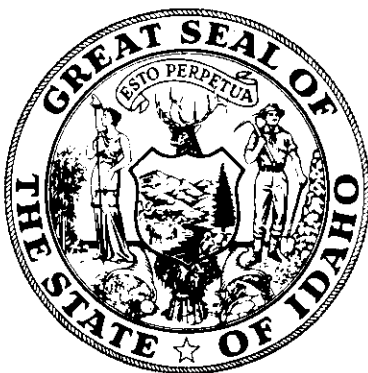
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that
duplicate originals of Articles of Incorporation for the incorporation of _____

MAX AND LOUISE CUNNINGHAM, 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: **October 9, 1984**



SECRETARY OF STATE

by: _____

ARTICLES OF INCORPORATION

OF

MAX AND LOUISE CUNNINGHAM, INC.

ARTICLES OF INCORPORATION

OF

MAX AND LOUISE CUNNINGHAM, INC.

THIS IS TO CERTIFY that we, the undersigned, hereby incorporate pursuant to the Laws of the State of Idaho providing for the formation of corporations for profit, for the purposes and with the powers hereinafter stated.

I

The name of this corporation is:

MAX AND LOUISE CUNNINGHAM, INC.

II

The general nature and purpose of the business of this corporation shall be the operation of a retail service station dealership and the performance of any and all activities generally associated thereto; and also

To engage in any activity or business permitted under the Laws of the United States and of this State.

The closest Standard Industrial Classification (SIC) Code List Category would be Division G, 5540 "Gas Service Stations".

III

The existence of this corporation is to be perpetual.

IV

The principal place of business of this corporation shall be:

Route 3, Box 3073

Jerome, Idaho 83338

and branch operations may be located in other places as may be designated from time to time.

V

The amount of capital with which this corporation shall commence business shall be no less than Five Hundred Dollars (\$500.00).

VI

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is Five Hundred (500) shares of common stock, each share having a par value of ONE DOLLAR (\$1.00).

VII

Each holder of common stock of this corporation shall be entitled to ONE (1) vote for each share of common stock held.

VIII

Initially, this corporation shall have two (2) director(s). The number of directors may be increased or decreased from time to time.

IX

The names and mailing addresses of the incorporators and directors are as follows:

Max H. Cunningham 627 Borah Avenue Twin Falls, Idaho 83301

Louise B. Cunningham 627 Borah Avenue Twin Falls, Idaho 83301

X

The business of this corporation and the conduct of its affairs shall be managed by its common shareholders, and this provision shall be binding upon all common shareholders, their transferees and assigns, and shall be valid only so long as its shares are not generally traded in the markets maintained by securities dealers or brokers.

XI

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 the Statutes, and all rights conferred upon stockholders herein are granted subject to this reservation.

XII

The name and street address of the Registered Agent of this corporation is:

Max H. Cunningham

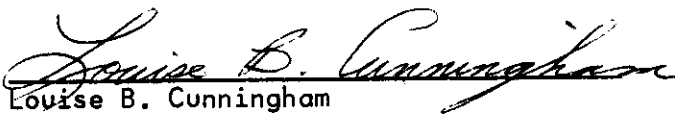
Route 3, Box 3073

Jerome, Idaho 83338

WE, THE UNDERSIGNED, being the original subscribers to the capital stock hereinabove named, for the purposes of forming a corporation to do business both within and without the State of Idaho, do make, subscribe, acknowledge and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true,

and accordingly have hereunto set our hands and seals as of this 1st day
of October, 19 84.


Max H. Cunningham
Subscriber and Registered Agent


Louise B. Cunningham
Subscriber

STATE OF IDAHO)

SS:

COUNTY OF TWIN FALLS)

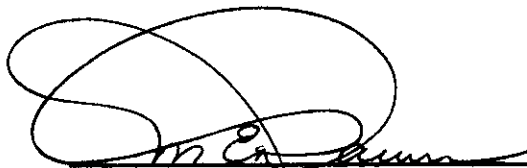
I HEREBY CERTIFY that on this 3rd day of October, 1984,
before me, the undersigned authority, personally appeared the following
named individuals:

Max H. Cunningham

Louise B. Cunningham

to me well known to be the incorporators described in and who signed the
foregoing Articles of Incorporation, and who acknowledged before me that
they signed the same for the uses and purposes therein expressed.

WITNESS my hand and official notarial seal at Twin Falls,
Idaho the day and year last above written.



Notary Public

My Commission Expires 5-87