

ARTICLES OF INCORPORATION

OF

McALLISTER LP GAS, INC.

WE, Thomas G. McAllister and Marlene McAllister, incorporators of a Corporation under the Iowa Business Corporation Act, under Chapter 496A of the Iowa Code, adopt the following Articles of Incorporation for said Corporation:

ARTICLE I.

The name of the Corporation shall be McALLISTER LP GAS, INC.

ARTICLE II.

The Corporation shall have unlimited power to engage in and to do any lawful act concerning any and all lawful business for which corporations may be organized under this Act.

ARTICLE III.

The address of the initial registered office of the Corporation is 30420 Olde Hawkeye Road, P.O. Box 177, Dyersville, Dubuque County, Iowa, 52040, and the name of the initial Registered Agent is Thomas G. McAllister.

ARTICLE IV.

The Corporation shall have perpetual duration and shall begin and commence corporation existence on January 1, 1994, subject to the approval of the Secretary of State, State House, Des Moines, Iowa, and the issuance of a certificate of incorporation by them.

ARTICLE V.

The shares of stock the Corporation is authorized to issue are:

Common Stock - Ten Thousand (10,000) shares having a par value of \$100.00 per share, or a total of \$1,000,000.00. Each shareholder shall be entitled to one vote for each share of common stock herein.

ARTICLE VI.

The private property of the shareholders of this Corporation shall not be liable for the corporate debts or liabilities, but shall be wholly exempt therefrom.

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Kathy Flynn

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KATHY FLYNN TULLOW
COUNTY RECORDER
DUBUQUE CO., IOWA FEES

\$11.00

ARTICLE VII.

The number of directors constituting the initial Board of Directors of the Corporation is two, and the names and addresses of the people to serve as directors until the first annual meeting of the shareholders, or until their successors are elected and shall qualify, are:

Thomas G. McAllister
R.R. #1, Box 125
Earlville, Iowa 52041

Marlene McAllister
R.R. #1, Box 125
Earlville, Iowa 52041

ARTICLE VIII.

The names and addresses of the Incorporators are:

Thomas G. McAllister
R.R. #1, Box 125
Earlville, Iowa 52041

Marlene McAllister
R.R. #1, Box 125
Earlville, Iowa 52041

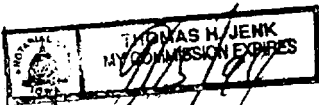
Dated at Dyersville, Iowa, this 6th day of December, 1993.

Thomas G. McAllister
Thomas G. McAllister

Marlene McAllister
Marlene McAllister

STATE OF IOWA)
) ss:
COUNTY OF DUBUQUE)

On this 6th day of December, 1993, before the undersigned, a Notary Public in and for the State of Iowa, personally appeared Thomas G. McAllister and Marlene McAllister, to me known to be the persons named in and who executed the foregoing as their voluntary act and deed.



Thomas H. Jenk
Notary Public in and for the State of Iowa

STATE OF IOWA
SECRETARY OF STATE

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