

THE CARTER OIL COMPANY

By JOSEPH L. SEGER

C. G. HERRINGTON

THOS. BROWNFIELD

W. W. BRVAN

MERRILL W. HAAS

THE CARTER OIL COMPANY
WEST VIRGINIA
INCORPORATED MAY 1, 1923
SEAL

Attest:

L. Roy Young

Secretary

All or a majority of the Board of
Directors of The Carter Oil Company

CERTIFICATE

I, L. J. WEIGLE, Secretary of Humble Oil & Refining Company, a corporation organized and existing under the laws of the State of Delaware, hereby certify, as such Secretary and under the seal of said corporation, in accordance with the provisions of Sections 251 and 252 of Title 8 of the Delaware Code of 1953, that the Agreement of Merger to which this Certificate is attached, after having been first duly signed on behalf of said corporation by all or a majority of the directors thereof and having been signed by all or a majority of the directors of Esso Standard Oil Company, a corporation of the State of Delaware, and having been signed by all or a majority of the directors of The Carter Oil Company, a corporation of the State of West Virginia, was duly adopted pursuant to Section 228 of Title 8 of the Delaware Code of 1953, by written consent of the stockholder holding one thousand (1,000) shares of the capital stock of the corporation, same being all of the shares issued and outstanding, which Agreement of Merger was thereby adopted as the act of the stockholder of said Humble Oil & Refining Company, and the duly adopted agreement and act of said corporation.

Witness my hand and the seal of said Humble Oil & Refining Company on this 17th day of December, 1959.

L. J. WEIGLE

Secretary

HUMBLE OIL & REFINING COMPANY
CORPORATE SEAL 1959
DELAWARE