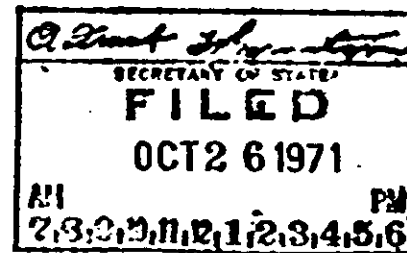


File 73158

Paid \$45.00

10-26-71

C B
143-1-7131 4140ARTICLES OF MERGER

In accordance with the requirements of Article IX, of the Pennsylvania Business Corporation Law approved May 5, 1933, P.L. 364, as amended, providing for the merger and consolidation of corporations, Sun Oil Company and Sun Oil Company of Pennsylvania hereby certify under their respective corporate seals as follows:

1. The name of the surviving corporation is Sun Oil Company of Pennsylvania, a Pennsylvania corporation, with its registered office at 1608 Walnut Street, Philadelphia, Pennsylvania, 19103.
2. The name of the qualified foreign business corporation, which is the only other party to the plan of merger, is Sun Oil Company, a New Jersey corporation with its registered office at 1608 Walnut Street, Philadelphia, Pennsylvania, 19103.
3. The plan of merger shall be effective upon completion of the filing of the requisite merger documents in the offices of the Secretary of the Commonwealth of Pennsylvania and the Secretary of the State of New Jersey.
4. The plan of merger was adopted and approved by the