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Written Consent of the sole stockholder of Sun Oil Company of Pennsylvania and, in accordance with the requirements of Section 14:10-3(2) of the New Jersey Business Corporation Act was adopted and approved by more than two-thirds of the votes cast by the stockholders of Sun Oil Company who were eligible to vote at a special meeting duly called for that purpose and held on September 23, 1971.

5. The plan of merger is attached hereto.

IN WITNESS WHEREOF, Sun Oil Company of Pennsylvania and Sun Oil Company have caused these Articles of Merger to be executed under their respective corporate seals this 29th day of September, 1971.

Attest:

George W. Cragg,
Assistant Secretary

SUN OIL COMPANY OF PENNSYLVANIA

BY: Robert W. Donahue,
President

Attest:

John P. Leech,
Secretary

SUN OIL COMPANY

BY: H. Robert Sharbaugh,
President

~~Approved and filed in the Department of State this day~~

~~of September, 1971~~

~~Secretary of the Commonwealth~~

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