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CERTIFICATE OF AMENDMENT
OF
THE CERTIFICATE OF INCORPORATION
OF
FOREST OIL CORPORATION

SECRETARY OF STATE

UNDER SECTION 805 OF THE BUSINESS CORPORATION LAW

* * * * *

WE, THE UNDERSIGNED, William F. Higie and Daniel L. McNamara, being respectively a vice president and an assistant secretary of Forest Oil Corporation, hereby certify:

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1. The name of the corporation is Forest Oil Corporation.

2. The certificate of incorporation of said corporation was filed by the Department of State on the 13th day of March, 1924, and its restated certificate of incorporation was filed by the Department of State on the 12th day of May, 1978.

3. (a) The certificate of incorporation is amended to increase the aggregate number of shares of Preferred Stock from 250,000 to 10,000,000 and to change their par value from \$1.00 per share to \$.01 per share. At present no shares of Preferred Stock are outstanding.

(b) To effect the foregoing, the first paragraph of Paragraph 3 relating to the number of shares of capital stock authorized for issuance is amended to read, in its entirety, as follows:

"The aggregate number of shares of capital stock which the Corporation shall have authority to issue is Twenty Million (20,000,000), consisting of Ten Million (10,000,000) Shares of Common Stock, Par Value \$1.00 Per Share and Ten-Million (10,000,000) Shares of Preferred Stock, Par Value \$.01 Per Share, which Shares of Preferred Stock shall be issuable in one or more series."

4. At a meeting of stockholders held on May 2, 1979 the foregoing amendment was adopted by a majority of all the outstanding shares entitled to vote thereon.

IN WITNESS WHEREOF, we have signed this certificate on the 2nd day of May, 1979 and we affirm the statements contained therein as true under penalties of perjury.


WILLIAM F. HIGIE
Vice President


DANIEL L. MCNAMARA
Assistant Secretary