

State of Idaho

Department of State

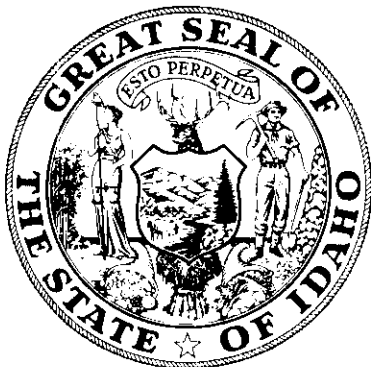
CERTIFICATE OF AUTHORITY OF

MINDOTEX, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of MINDOTEX, INC. for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to MINDOTEX, INC. to transact business in this State under the name MINDOTEX, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated September 27, 1982



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho.

Pursuant to Section 30-1-110, **Idaho Code**, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is MINDOTEX, INC.
2. *The name which it shall use in Idaho is _____
3. It is incorporated under the laws of Texas
4. The date of its incorporation is August 30, 1982 and the period of its duration is Perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is 400 W. Belt South, Houston, TX. 77042
6. The address of its proposed registered office in Idaho is 300 North 6th Street
Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is CT CORPORATION SYSTEM
7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
To engage in the production of oil and gas

8. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>T. C. Mandrell</u>	<u>Director, President</u>	<u>400 W. Belt S., Houston, TX. 77042</u>
<u>R. L. Walzel</u>	<u>Director, Vice Pres.</u>	<u>400 W. Belt S., Houston, TX. 77042</u>
<u>A. L. Johnson</u>	<u>Director, Treasurer</u>	<u>2020 Dow Center, Midland, MI. 48640</u>
<u>C. F. Hendrix</u>	<u>Director, Secretary</u>	<u>400 W. Belt S., Houston, TX. 77042</u>

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>1,000</u>	<u>Common</u>	<u>\$ 1.00</u>

(continued on reverse)

10. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
1,000	Common	\$ 1.00

11. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

12. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

x Dated September 20, 1982

MINDOTEX, INC.

By x

T. C. Mandrell
T. C. Mandrell

Its _____ President

and x

C. F. Hendrix
C. F. Hendrix

Its _____ Secretary

x STATE OF TEXAS)
) ss:
COUNTY OF HARRIS)

I, Helen C. Elsom, a notary public, do hereby certify that on this 20th day of Sept, 1982, personally appeared before me T. C. Mandrell, who being by me first duly sworn, declared that he is the President of MINDOTEX, INC.

that he signed the foregoing document as President of the corporation and that the statements therein contained are true.

Helen C. Elsom
Notary Public

*Pursuant to section 30-1-108(b)(1), Idaho Code, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.



The State of Texas

SECRETARY OF STATE

The undersigned, as Secretary of State of the State of Texas, HEREBY CERTIFIES that the attached is a true and correct copy of the following described instruments on file in this office:

MINDOTEX, INC.

Articles of Incorporation

August 30, 1982

IN TESTIMONY WHEREOF, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in the City of Austin, this

21st day of September, A. D. 19 82.

David A. Lee

Secretary of State

dem

ARTICLES OF INCORPORATION

OF

MINDOTEX, INC.

FILED
In the Office of the
Secretary of State of Texas

AUG 5 0 1982

Clerk D
Corporations Section

I, the undersigned natural person of the age of eighteen (18) years or more, acting as the incorporator of a corporation under the Texas Business Corporation Act, do hereby adopt the following Articles of Incorporation for such corporation:

ARTICLE ONE

The name of the corporation is MINDOTEX, INC.

ARTICLE TWO

The period of duration of the corporation is perpetual.

ARTICLE THREE

The purpose for which the corporation is organized is to transact all lawful business of every kind and character for which corporations may be incorporated under the Texas Business Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have authority to issue is One Thousand (1,000), of the par value of One Dollar (\$1.00) each, to be designated "Common Stock".

ARTICLE FIVE

The corporation will not commence business until it has received for the issuance of its shares consideration of the value of One Thousand Dollars (\$1,000.00), consisting of money, labor done or property actually received.

ARTICLE SIX

The street address of the initial registered office of the corporation is Republic National Bank Building, Dallas, Texas 75201, and the name of its initial registered agent at such address is C T Corporation System.

ARTICLE SEVEN

The number of directors constituting the initial Board of Directors of the corporation is four (4), and the names and addresses of the persons who are to serve as its directors until the first annual meeting of its shareholders, and until their respective successors are duly elected and qualified, are as follows:

<u>Name</u>	<u>Address</u>
T. C. Mandrell	The Dow Center 400 West Belt South Houston, Texas 77002
R. L. Walzel	The Dow Center 400 West Belt South Houston, Texas 77002
C. F. Hendrix	The Dow Center 400 West Belt South Houston, Texas 77002
A. J. Johnson	The Dow Chemical Company 2020 Dow Center Midland, Michigan 48640

ARTICLE EIGHT

Cumulative voting for the election of directors of the corporation shall not be permitted.

ARTICLE NINE

In the event the corporation proposes to issue or sell any shares of its capital stock (including treasury shares), or any obligation, evidence of indebtedness or other security of the corporation which is convertible into or exchangeable for capital stock of the corporation or to which shall be attached or appertain any warrant, option or other instrument or right entitling the owner or holder thereof to subscribe for, purchase or receive capital stock of the corporation, or any warrant, option or right to subscribe for, purchase or receive any such capital stock, obligation, evidence of indebtedness or other security of the corporation (all of the foregoing being herein called "equity securities"), the holders of shares of capital stock of the corporation outstanding at the time such equity securities are to be issued or sold shall have the

preemptive and preferential right to purchase, subscribe for or receive such equity securities in the same respective proportions that the number of shares owned by them bears to the total number of outstanding shares of capital stock owned by all shareholders having the right granted by this Article. The foregoing preemptive and preferential right to purchase, subscribe for or receive such equity securities shall not extend to securities issued to employees pursuant to approval by the affirmative vote of the holders of a majority of the shares entitled to vote thereon or when authorized by and consistent with a plan theretofore approved by such a vote of shareholders, but shall extend to any and all other equity securities issued or sold by the corporation, including equity securities sold otherwise than for cash. Such right shall be only an opportunity to acquire such equity securities under such terms and conditions as the Board of Directors may fix for the purpose of providing a fair and reasonable opportunity for the exercise of such right.

ARTICLE TEN

Subject to the limitations provided by applicable law, the corporation shall have, in addition to all rights and powers provided by applicable law, the right and power to purchase, directly or indirectly, shares of its own capital stock to the extent of the aggregate of unrestricted capital surplus available therefor and unrestricted reduction surplus available therefor.

ARTICLE ELEVEN

The name of the incorporator of the corporation is David E. Morrison, and his address is Two Energy Square, Suite 850, 4849 Greenville Avenue, Dallas, Texas 75206.

IN WITNESS WHEREOF, I have executed these Articles of Incorporation on this the 26th day of August, 1982.

David E. Morrison
David E. Morrison

THE STATE OF TEXAS §
 §
COUNTY OF DALLAS §

I, Otis Benjamin, a Notary Public, do hereby certify that on this 26th day of August, 1982, personally appeared before me DAVID E. MORRISON, who, being by me first duly sworn, declared that he is the person who signed the foregoing document as incorporator and that the statements contained therein are true.

Otis Benjamin
Notary Public in and for
the State of Texas

My commission expires:
6-30-84