

Commonwealth of Kentucky

Department of State



Office of Secretary of State

THELMA L. STOVALL
SECRETARY
FRANKFORT, KENTUCKY

CERTIFICATE

I, THELMA L. STOVALL, Secretary of State for the Commonwealth of Kentucky, do certify that the foregoing writing has been carefully compared by me with the original record thereof, now in my official custody as Secretary of State and remaining on file in my office, and found to be a true and correct copy of Articles of Amendment of the Restated Articles of Incorporation of Ashland Oil, Inc., filed January 30, 1975.

IN WITNESS WHEREOF, I have hereunto
set my hand and affixed my official seal.

Done at Frankfort this 3rd day of
February, 1975

Thelma L. Stovall
Secretary of State, Commonwealth of Kentucky

By _____
Assistant Secretary of State

ARTICLES OF AMENDMENT OF THE RESTATED ARTICLES
OF INCORPORATION OF ASHLAND OIL, INC.

AMENDMENT NO. 4

KNOW ALL MEN BY THESE PRESENTS, that Robert E. Yancey, as President, and John P. Ward, as Deputy Secretary of ASHLAND OIL, INC., a Kentucky corporation, do hereby certify that, at a meeting on January 30, 1975, of the holders of its issued and outstanding stock, which meeting was duly called upon notice of the specific purpose, the holders of more than two-thirds ($\frac{2}{3}$) of the outstanding shares of Cumulative Preferred Stock and more than a majority of the voting power of all shareholders entitled to vote, adopted the following resolutions and amendment of the Restated Articles of Incorporation of said Company:

RESOLVED that ARTICLE FOURTH of the Restated Articles of Incorporation of the Company be, and the same hereby is, amended so that paragraphs (a), (b) and (k) of section I of ARTICLE FOURTH shall each read as follows:

(a) Authority is hereby vested in the Board of Directors, by resolution, to divide any or all of the authorized shares of Preferred Stock into series and, within the limitations provided by law, to fix and determine as to each such series:

- (1) the designation of and the number of shares issuable in each such series;
- (2) the annual dividend rate expressed in a dollar amount per share for each such series;
- (3) the price at and the terms and conditions on which shares of each such series may be redeemed;
- (4) the amounts payable upon shares of each such series in the event of the voluntary or involuntary dissolution, liquidation or winding up of the Company;
- (5) the sinking fund provisions for the redemption or purchase of shares of each such series;
- (6) the terms and conditions, if any, on which shares of each such series may be converted into shares of stock of any other class or classes;
- (7) the voting rights, if any, but not more than one vote per share, of the shares of each such series in addition to the voting rights hereinafter provided for; and
- (8) such other provisions as may be fixed by the Board of Directors of the Company pursuant to Kentucky law.

(b) All shares of any one series of Preferred Stock shall be identical with each other in all respects, except that shares of any one series issued at different times may differ as to the dates from which dividends thereon shall be cumulative. Except as permitted by the provisions of paragraphs (a) and (k) hereof, all series of Preferred Stock shall rank equally and be identical in all respects.

(k) Except when otherwise herein or by statute specifically provided, the holders of shares of those series of Preferred Stock which were established and designated prior to January 1, 1975, shall be entitled to one vote for each share of such series of Preferred Stock standing in their names on the books of the Company at the election of directors and on any question arising at any meeting of shareholders of the Company, the holders of Common Stock and such series of Preferred Stock at all such times voting together as one class, together with the holders of any other series or class of stock of the Company accorded such class voting right.

RESOLVED FURTHER that in all other respects the description of the respective classes of stock of the Company and the statement of the voting powers, designations, preferences and rights and the qualifications, limitations or restrictions granted to or imposed upon the shares of each class as set forth in the previous Restated Articles of Incorporation, as amended, are otherwise unchanged.

IN TESTIMONY WHEREOF, witness our signatures on this 30th day of January, 1975.

ROBERT E. YANCEY

Robert E. Yancey, *President*

JOHN P. WARD

John P. Ward, *Deputy Secretary*

STATE OF KENTUCKY, }
COUNTY OF BOYD, } ss.:

I, Linda Osborne, a Notary Public for said State at Large, do hereby certify that on this 30th day of January, 1975 personally appeared before me JOHN P. WARD, who being by me first duly sworn, declared that he is the Deputy Secretary of ASHLAND OIL, INC., and that he signed the foregoing document as Deputy Secretary of the Corporation and that the statements therein contained are true.

LINDA OSBORNE

Notary Public
State of Kentucky at Large

[Notarial Seal]
My commission expires
September 13, 1976