

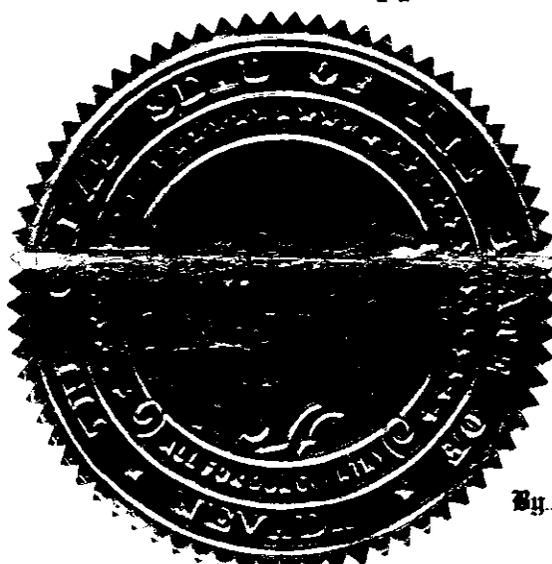
OFFICE OF  
MALCOLM McEACHIN  
SECRETARY OF STATE

THE STATE OF NEVADA  
  
DEPARTMENT OF STATE

I, MALCOLM McEACHIN, the duly <sup>elected</sup> appointed, qualified and acting Secretary of State of the State of Nevada, do hereby certify that the annexed is a true, full and correct transcript of the original certificate of Amendment to the Articles of Incorporation of

INLAND EMPIRE REFINERIES, INC.

as the same appears on file and of record in this office.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office in Carson City, Nevada, this 31ST day of MAY A. D. 19 39

*Malcolm M. Eachin*  
Secretary of State

By \_\_\_\_\_ Deputy



CERTIFICATE OF AMENDMENT TO ARTICLES OF INCORPORATION

of the

INLAND EMPIRE REFINERIES, INC.

KNOW ALL MEN BY THESE PRESENTS:

That pursuant to the resolution of the Board of Directors, adopted at a meeting of said Board duly called and held for the purpose of passing on said resolution, a special meeting of the stockholders of INLAND EMPIRE REFINERIES, INC., a corporation organized and existing under and by virtue of the laws of the State of Nevada, was held at the office of the corporation in Salt Lake City, Utah, on the 29th day of May, 1939, after due and legal notice had been given to the stockholders in conformity with the requirements of the Articles of Incorporation and the laws of the State of Nevada, at which said meeting Sixty Two Thousand One Hundred Eighteen (62,118) shares, or in excess of Eighty Seven Percent (87%) of the capital stock of the said corporation was represented in person and by proxy. Thereupon the articles of incorporation of the corporation were amended by the adoption of the following resolutions by the unanimous vote of all of the stock of the corporation represented at said meeting:

BE IT RESOLVED, that Article IV of the Articles of Incorporation of this corporation shall be amended to read as follows:

ARTICLE IV

That the maximum number of shares with nominal or par value which this corporation is authorized to have outstanding at any time is One Hundred Thousand (100,000), all of which shall be common stock of the par value of Ten Dollars (\$10.00) each, and the amount of capital stock with which this corporation shall begin business is \$317,000.00.

AND BE IT FURTHER RESOLVED, that the President and Assistant Secretary of the Corporation be and they are hereby authorized and instructed to file in the office of the Clerk of Washoe County, State of Nevada, and of the Secretary of State of the State of Nevada, the amendment to the Articles of Incorporation of this corporation as therein provided.

In conformity with the above resolutions and as required by law, we, the President and Assistant Secretary, respectively, of

INLAND EMPIRE REFINERIES, INC. have executed this instrument and do sign and verify the same for and on behalf of the Corporation, this 29th day of May, 1939.

WM. H. McINTYRE, JR.  
President.

CHESTER G. DAVIS  
Assistant Secretary.

..CORPORATE

SEAL...

STATE OF UTAH )  
COUNTY OF SALT LAKE ) SS.

On this 29th day of May, A. D. 1939, before me, a notary public in and for said County and State, personally appeared WM. H. McINTYRE, JR. and CHESTER G. DAVIS, who being first by me duly sworn upon oath depose and say: That they are the President and Assistant Secretary, respectively, of the INLAND EMPIRE REFINERIES, INC., a corporation, and that the above instrument was signed and sealed in behalf of said corporation by authority of its stockholders; that they acknowledge said instrument to be the voluntary act and deed of said corporation by them voluntarily executed, and that the resolutions therein set forth are true and correct copies of the resolutions unanimously adopted by the stockholders of said corporation.

DAVID L. McKAY  
Notary Public, Residing at Salt Lake City, Utah.

My commission expires

January 26, 1941.

(SEAL)