



CERTIFICATE OF WITHDRAWAL  
OF

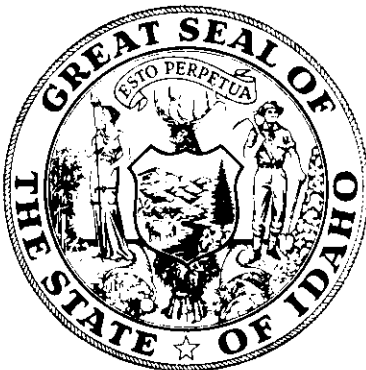
PENNZOIL PRODUCING COMPANY

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that  
duplicate originals of an Application of PENNZOIL PRODUCING COMPANY

\_\_\_\_\_ for a Certificate of Withdrawal from 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  
Withdrawal and attach hereto a duplicate original of the Application for such Certificate.

Dated November 14, 19 86.



SECRETARY OF STATE

\_\_\_\_\_  
Corporation Clerk

APPLICATION FOR  
CERTIFICATE OF WITHDRAWAL

To the Secretary of State of the State of Idaho:

Pursuant to Section 30-1-119, Idaho Code, the undersigned corporation hereby applies for Certificate of Withdrawal from the State of Idaho and for that purpose submits the following statement:

4. The name of the corporation is PENNZOIL PRODUCING COMPANY  
The name which it used in Idaho is PENNZOIL PRODUCING COMPANY
2. It is incorporated under the laws of Delaware
3. It is not transacting business in the State of Idaho.
4. It hereby surrenders its authority to transact business in said state.
5. It revokes the authority of its registered agent in the State of Idaho to accept service of process and consents that service of process in any action, suit or proceeding based upon any cause of action arising in the State of Idaho during the time it was authorized to transact business therein may thereafter be made on it by registered or certified mail to the corporation at the address listed in item 6., below.
6. The post office address to which process against the corporation that may be mailed is Law Department  
Pennzoil Company, P.O. Box 2967, Houston, Texas 77252
7. All sums due or accrued by this corporation to the State of Idaho have been paid.
8. All known creditors or claimants have been paid or provided for and the corporation is not involved in or threatened with litigation in any court in the State of Idaho.

By

W. H. Schell  
W. H. Schell

Its Vice President

And

Mark A. Malinski  
Mark A. Malinski

Its Assistant Secretary

STATE OF TEXAS )  
COUNTY OF HARRIS ) ss:

I, Cynthia C. Greene, a notary public, do hereby certify that on this  
5th day of November, 19 86, personally appeared  
before me W. H. Schell, who being by me first duly sworn,

declared that he is the Vice President of  
PENNZOIL PRODUCING COMPANY

that he signed the foregoing document as Vice President  
that the statements therein contained are true.

Cynthia C. Greene  
Notary Public

