



Department of State.

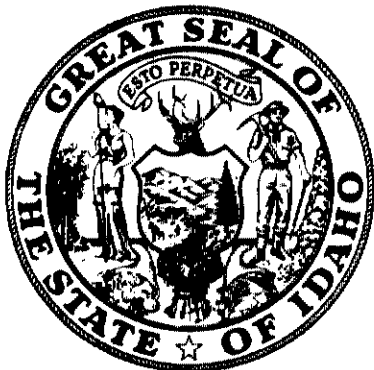
**AMENDED CERTIFICATE OF AUTHORITY
OF**

ANOCO MINERALS COMPANY

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of **ANOCO MINERALS COMPANY** for an Amended 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 Amended Certificate of Authority to **CYPRUS MINERALS COMPANY** to transact business in this State under the name **CYPRUS MINERALS COMPANY** and attach hereto a duplicate original of the Application for such Amended Certificate.

Dated **July 31**, 19 **85**.



Pete T. Cenarrusa
SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR AMENDED CERTIFICATE
OF AUTHORITY

To the Secretary of State of the State of Idaho:

Pursuant to Section 30-1-118, Idaho Code, the undersigned corporation hereby applies for an amended certificate of authority to transact business in the State of Idaho and for that purpose submits the following statement.

1. A Certificate of Authority was issued to the corporation by your office on July 15, 19
19 74, authorizing it to transact business in the State of Idaho under the name of AMOCO MINERALS COMPANY

2. Its corporate name has been changed to CYPRUS MINERALS COMPANY

(Note: If the corporation name has not been changed, insert "No change.")

3. The name which it shall use hereafter in the State of Idaho is CYPRUS MINERALS COMPANY

Note: If the corporate name has been changed and the new name of the corporation does not contain the word "corporation," "company," "incorporated," or "limited," or any abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Idaho. If a professional service corporation, add the appropriate word in place of those listed above.)

4. It desires to pursue in the transaction of business in the State of Idaho purposes other than or in addition to those set forth in its prior application for certificate of authority, as follows:

(Note: If no additional purposes are proposed, insert "No change.")

Dated June 27th, 19 85

CYPRUS MINERALS COMPANY

By Chester B. Stone, Jr.
Chester B. Stone, Jr.
Its Exec. Vice President

CYPRUS MINERALS COMPANY

And Deborah J. Friedman
Deborah J. Friedman
Its _____ Secretary

STATE OF Colorado)
COUNTY OF Arapahoe) ss:

I, Sharon J. Forster, a notary public, do hereby certify that on this
27th day of June, 19 85, personally appeared

(continued on reverse)

before me Chester B. Stone, Jr., who being by me first duly sworn,
declared that he is the Exec. V. President of CYPRUS MINERALS COMPANY

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

SEAL

Sharon J. Forster

Name: Sharon J. Forster
Notary Public

My Commission expires: October 28, 1985



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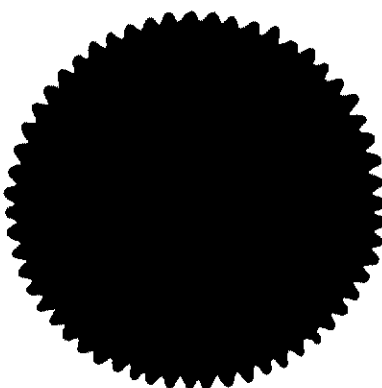
State of DELAWARE

Office of SECRETARY OF STATE

I, Michael Harkins, Secretary of State of the State of Delaware,
do hereby certify that the "AMOCO MINERALS COMPANY" filed a Certificate of
Amendment, changing its corporate title to "CYPRESS MINERALS COMPANY", on the
twenty-fourth day of May, A.D. 1985, at 10 o'clock A.M.

And I do hereby further certify that the aforesaid Corporation is duly incorporated
under the laws of the State of Delaware and is in good standing and has a legal
corporate existence so far as the records of this office show and is duly authorized
to transact business.

In Testimony Whereof, *I have hereunto set my hand*
and official seal at Dover this twenty-second *day*
of July *in the year of our Lord*
one thousand nine hundred and eighty-five.


Michael Harkins
Michael Harkins, Secretary of State