

# State of Idaho

## Department of State

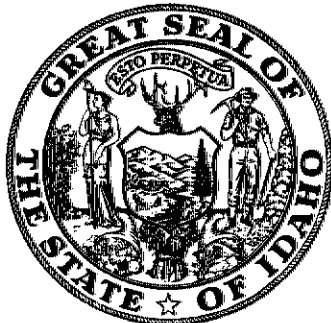
### CERTIFICATE OF REGISTRATION OF

HERITAGE OPERATING, L.P.  
File Number L 3102

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of HERITAGE OPERATING, L.P. for Registration in this State, duly executed pursuant to the provisions of the Idaho Limited Partnership 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 Registration to HERITAGE OPERATING, L.P. to transact business in this State under the name HERITAGE OPERATING, L.P. and attach hereto a duplicate original of the Application for Registration.

Dated: June 5, 1996



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *George DeWine*

# APPLICATION FOR REGISTRATION OF FOREIGN LIMITED PARTNERSHIP

IDAHO SECRETARY OF STATE  
DATE 06/05/1996 0900 67955  
CK #: 64194 CUST# 20168  
EXPEDITE C 10.00= 10.00

To the Secretary of State of Idaho:

Pursuant to the Chapter 2, Title 53, Idaho Code, the undersigned Limited Partnership hereby applies for registration to transact business in Idaho, and for that purpose submits the following statement:

1. The name of the limited partnership is Heritage Operating, L.P.
2. The name which it shall use in Idaho is Heritage Operating, L.P.
3. It is organized under the laws of Delaware on April 18, 1996  
(state of organization) (date)
4. The address of its registered or principal office in the state or country under the laws of which it is organized is Corporation Trust Center, 1209 Orange Street, Wilmington, DE 19801
5. The name and street address of its proposed registered agent in Idaho are C T CORPORATION SYSTEM, 300 North 6th Street, Boise, Idaho 83701
6. The address at which a list of the names, addresses and contributions of the limited partners is kept is: 8801 South Yale Ave., Ste. 310, Tulsa, Oklahoma 74137

(The limited partnership agrees to keep the list until its registration is cancelled or withdrawn.)

7. The name and business address of each general partner are:

Name	Address
<u>Heritage Holdings, Inc.</u>	<u>8801 South Yale Ave., Ste. 310, Tulsa, Oklahoma 74137</u>
<u></u>	<u></u>
<u></u>	<u></u>
<u></u>	<u></u>
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Dated May 29, 1996

By H. Michael Krimbill  
A General Partner  
Heritage Holdings, Inc.  
By: H. Michael Krimbill, Vice President

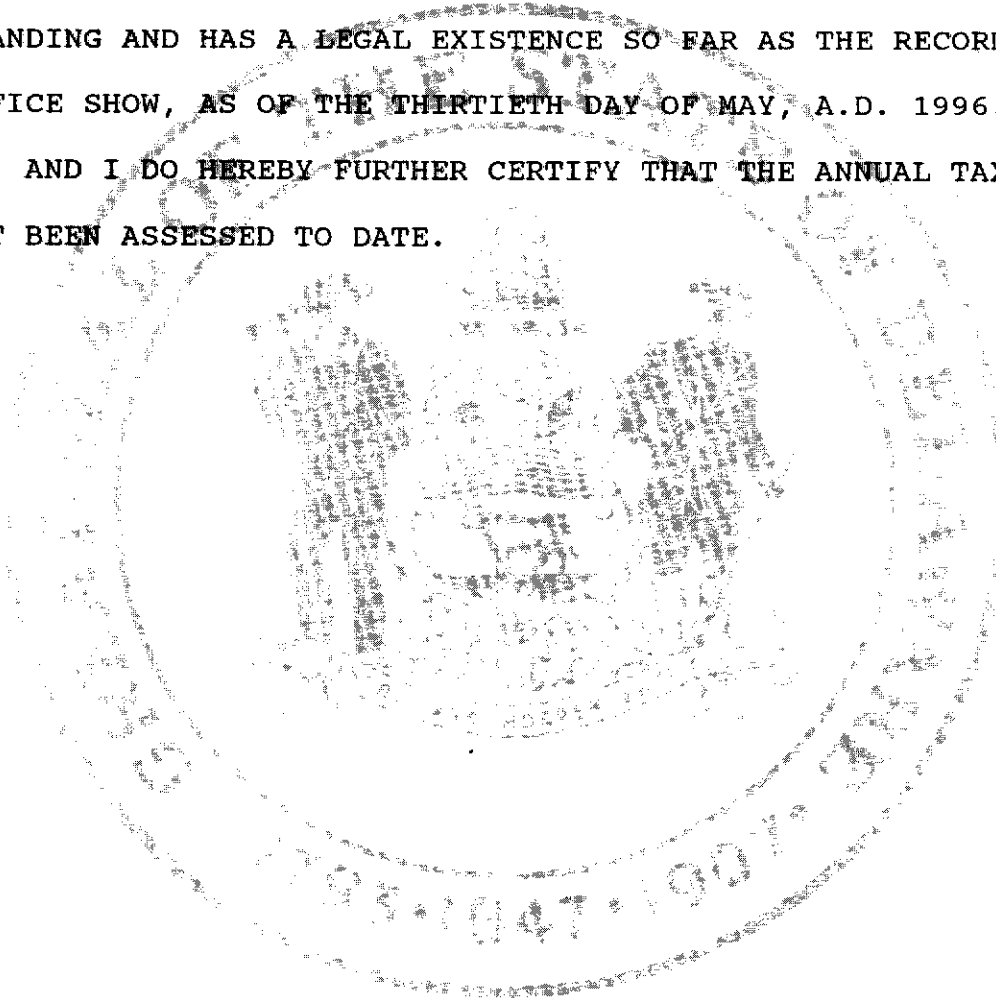
Secretary of State use only  
IDAHO SECRETARY OF STATE  
DATE 06/05/1996 0900 67955  
3  
CK #: 11800827 CUST# 15948  
REG FOR LP  
1@ 100.00= 100.00  
EXPEDITE C 1@ 10.00= 10.00

Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HERITAGE OPERATING, L.P." IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTIETH DAY OF MAY, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION:

7966362

DATE:

05-30-96