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AMENDED CERTIFICATE OF AUTHORITY
OF

ATLANTIC RICHFIELD DELAWARE CORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of ATLANTIC RICHFIELD DELAWARE CORPORATION 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 ATLANTIC RICHFIELD COMPANY to transact business in this State under the name ATLANTIC RICHFIELD COMPANY and attach hereto a duplicate original of the Application for such Amended Certificate.

Dated August 8, 19 85.



Pete T. Cenarrusa

SECRETARY OF STATE

Greg J. Clark
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 April 15, 19 85, authorizing it to transact business in the State of Idaho under the name of ATLANTIC RICHFIELD DELAWARE CORPORATION.

2. Its corporate name has been changed to ATLANTIC RICHFIELD 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 ATLANTIC RICHFIELD 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:

No change

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

Dated May 23, 19 85.

By Camron Cooper

Camron Cooper, Its Vice President

And Barbara M. Hinds

Barbara M. Hinds, Its Assistant Secretary

STATE OF CALIFORNIA)

COUNTY OF LOS ANGELES) ss:

I, ELLEN L. BUNDA, a notary public, do hereby certify that on this 23rd day of MAY, 19 85, personally appeared

(continued on reverse)

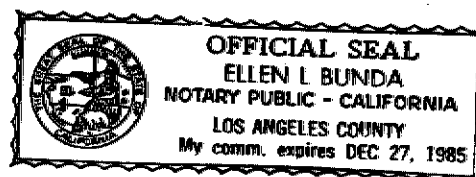
before me Camron Cooper, who being by me first duly sworn,

declared that he is the Vice President of ATLANTIC RICHEFIELD COMPANY

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

Ellen L. Bunda

Notary Public






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Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THE CERTIFICATE OF MERGER OF "ATLANTIC RICHFIELD COMPANY" A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF PENNSYLVANIA, MERGING WITH AND INTO "ATLANTIC RICHFIELD DELAWARE CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE UNDER THE NAME OF "ATLANTIC RICHFIELD COMPANY" WAS RECEIVED AND FILED IN THIS OFFICE THE SEVENTH DAY OF MAY, A.D. 1983, AT 3:01 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION SHALL BE GOVERNED BY THE LAWS OF THE STATE OF DELAWARE.

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Michael Harkins, Secretary of State

AUTHENTICATION: 10582570

DATE: 08/06/1985

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