

# State of Idaho

## Department of State

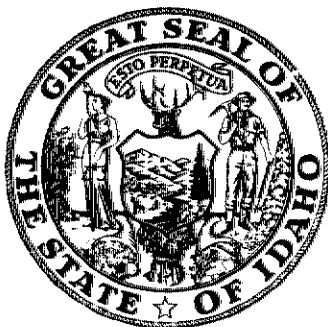
### CERTIFICATE OF WITHDRAWAL OF

MG REFINING AND MARKETING, INC.  
File Number C 91989

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of MG REFINING AND MARKETING, INC. for a Certificate of Withdrawal from this State, duly executed 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: March 17, 1997



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Natalie Lamb*

# APPLICATION FOR CERTIFICATE OF WITHDRAWAL

To the Secretary of State of Idaho

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

1. The name of the corporation is MG Refining and Marketing, Inc.

The name which it used in Idaho is MG Refinancing and Marketing, Inc.

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 may be mailed is \_\_\_\_\_

520 Madison Avenue, New York, New York 10022

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

  
Arthur G. Taylor,

Its President, Vice-President, Secretary, or Assistant Secretary  
(Please specify)

Submit application and filing fee to:

Office of the Secretary of State  
Division of Corporations  
700 West Jefferson  
P.O. Box 83720  
Boise, Idaho 83720-0080

Secretary of State use only IDAHO SECRETARY OF STATE  
DATE 03/17/1997  
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CK #: 13204644 CUST#: 4567  
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