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SECRETARY OF STATE

# Commonwealth of Kentucky

## Department of State



### Secretary of State

FRANCES JONES MILLS

FRANKFORT, KENTUCKY

# CERTIFICATE

I, **FRANCES JONES MILLS**, Secretary of State for the Commonwealth of Kentucky, do certify that the foregoing writing has been carefully compared by me with the original record thereof, now in my official custody as Secretary of State and remaining on file in my office, and found to be a true and correct copy of Articles of Amendment to the Restated Articles of Incorporation of **ASHLAND OIL, INC.** filed February 26, 1981.

IN WITNESS WHEREOF, I have hereunto  
set my hand and affixed my official seal.

Done at Frankfort this 11TH day of

FEBRUARY, 1981

*Frances Jones Mills*  
Secretary of State, Commonwealth of Kentucky

#18, 015. 202254

ARTICLES OF AMENDMENT  
OF THE RESTATED ARTICLES OF INCORPORATION,  
AS AMENDED, OF ASHLAND OIL, INC.

AMENDMENT NO. 6

KNOW ALL MEN BY THESE PRESENTS, that ARLOE W. MAYNE, as Administrative Vice President, and JOHN P. WARD, as Secretary, of ASHLAND OIL, INC., a Kentucky corporation (the "Company"), do hereby certify that, at a meeting on February 26, 1981, of the holders of its issued and outstanding stock, which meeting was duly called upon notice of the specific purpose, the holders of a majority of the outstanding shares of the Common Stock, voting separately as a class, 66 2/3% of the outstanding shares of Cumulative Preferred Stock, voting separately as a class, and a majority of the voting power of all shareholders entitled to vote adopted the following resolutions and amendments of the Restated Articles of Incorporation, as amended (the "Articles"), of the Company:

RESOLVED, that Article FOURTH of the Articles be, and the same hereby is, amended so that the first literary paragraph of Article FOURTH shall read as follows:

"FOURTH: The total number of shares which the Company is authorized to issue is (A) 15,000,000 shares of Cumulative Preferred Stock, without par value (hereinafter called the Preferred Stock), (B) 15,000,000 shares of Cumulative Preference Stock, without par value (hereinafter called the Preference Stock), and (C) 60,000,000 shares of Common Stock, par value \$1.00 per share (hereinafter called the Common Stock)."

IN TESTIMONY WHEREOF, witness our signatures on this 26 th day of February 1981.

*Arloe W. Mayne*  
ARLOE W. MAYNE, Administrative Vice President  
*John P. Ward*  
JOHN P. WARD, Secretary

COMMONWEALTH OF KENTUCKY }  
COUNTY OF GREENUP } ss.:

I, Carole S. Young, a Notary Public, in and for said State at Large, do hereby certify that the foregoing Articles of Amendment of the Restated Articles of Incorporation, as amended, of ASHLAND OIL, INC., a Kentucky corporation, was this day produced before me in said County and acknowledged and delivered by ARLOE W. MAYNE and JOHN P. WARD, an Administrative Vice President and the Secretary, respectively, of Ashland Oil, Inc., to be their act and deed and the act and deed of said corporation.

Witness my signature and seal of office this 26 th day of February 1981.  
My commission expires June 21, 1984.

*Carole S. Young*  
Notary Public  
State at Large  
ORIGINAL COPY FILED  
SECRETARY OF STATE OF KENTUCKY  
FRANKFORT, KENTUCKY

PREPARED BY JOHN P. WARD  
1400 WINCHESTER AVE., ASHLAND, KY.

*John P. Ward*

FEB 26 1981

*Francis J. Miller*  
SECRETARY OF STATE