

State of Idaho

Office of the Secretary of State

CERTIFICATE OF WITHDRAWAL
OF

MAPCO INC

File Number C 39261

I, PETE T. CENARRUSA, secretary of State of the State of Idaho, hereby certify that Application for Certificate of Withdrawal from this State, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is 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 of the Application for such Certificate.

Dated: June 29, 1999



Pete T. Cenarrusa
SECRETARY OF STATE

By *[Signature]*

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:

FILED

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the corporation is MAPCO INC.
The name which it used in Idaho is _____
2. It is incorporated under the laws of NEVADA
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 Cher Lawrence, The Williams Companies, One William Center, 41st Floor Bank of Oklahoma Power, Tulsa, OK 74172
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 M. A. Ferrucci
Its President/Vice President (please specify)
M. A. FERRUCCI

And

C. M. Denny
Its Secretary/Assistant Secretary (please specify)
C. M. DENNY

STATE OF DELAWARE)
COUNTY OF NEW CASTLE) ss:

I, ADRIANNE M. HORNE, a notary public, do hereby certify that on this 22nd day of June, 19 99, personally appeared before me M. A. FERRUCCI, who being by me first duly sworn, declared that (s)he is the President of MAPCO INC.

that (s)he signed the foregoing documents as President of the corporation and that the statements therein contained are true.

Adrienne M. Horne

Notary Public
ADRIANNE M. HORNE

Submit application and filing fee to:

Office of the Secretary of State
Division of Corporations
Statehouse, Room 203
Boise, Idaho 83720

Secretary of State
IDAHO SECRETARY OF STATE

06/29/1999 09:00
CK: 111002223 CT: 70195 DN: 229754

1 @ 20.00 = 20.00 FOR WITHDR # 2

C39261