

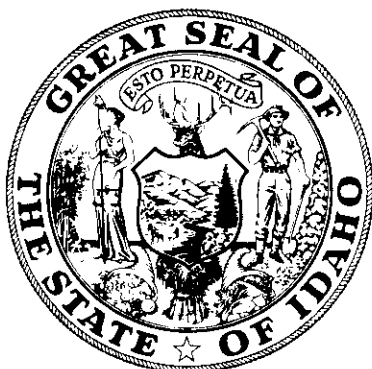
CERTIFICATE OF AUTHORITY  
OF

TEXAS ENERGY FUELS CORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of TEXAS ENERGY FUELS CORPORATION for a 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 Certificate of Authority to TEXAS ENERGY FUELS CORPORATION to transact business in this State under the name TEXAS ENERGY FUELS CORPORATION and attach hereto a duplicate original of the Application for such Certificate.

Dated September 30, 19 81



SECRETARY OF STATE

\_\_\_\_\_  
Corporation Clerk

## APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho.

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is TEXAS ENERGY FUELS CORPORATION
2. \*The name which it shall use in Idaho is TEXAS ENERGY FUELS CORPORATION
3. It is incorporated under the laws of Delaware
4. The date of its incorporation is February 14, 1980 and the period of its duration is perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is 100 West Tenth Street - Wilmington, Delaware 19801
6. The address of its proposed registered office in Idaho is 300 North 6th Street  
Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is C T CORPORATION SYSTEM
7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:  
Marketing of petroleum products and all other lawful  
purposes.
8. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>see attached rider</u>		

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>10,000</u>	<u>Common</u>	<u>\$1.00</u>

(continued on reverse)

10. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

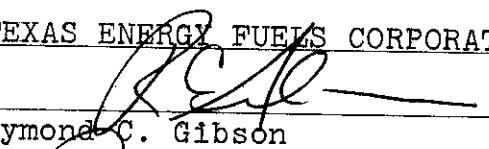
Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>1,000</u>	<u>Common</u>	<u>\$1.00</u>

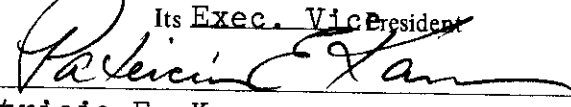
11. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

12. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated September 3, 19 81

TEXAS ENERGY FUELS CORPORATION

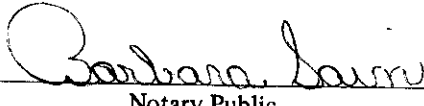
By   
Raymond C. Gibson  
Its Exec. Vice President

and   
Patricia E. Kana  
Its \_\_\_\_\_ Secretary

STATE OF Texas )  
COUNTY OF Harris ) ss:

I, Barbara Sain, a notary public, do hereby certify that on this 3rd day of September, 19 81, personally appeared before me Raymond C. Gibson, who being by me first duly sworn, declared that he is the Executive Vice President of TEXAS ENERGY FUELS CORPORATION

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

  
Notary Public

\*Pursuant to section 30-1-108(b)(1), Idaho Code, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.

TEXAS ENERGY FUELS CORPORATION

OFFICERS

Jerry R. Sellers President/Chief Operating Officer	765 North Belt East Suite 400 Houston, Texas 77060
Raymond C. Gibson Executive Vice-President	765 North Belt East Suite 400 Houston, Texas 77060
William S. Stinson Vice President-Finance and Treasurer	765 North Belt East Suite 400 Houston, Texas 77060
Patricia E. Kana Secretary	765 North Belt East Suite 400 Houston, Texas 77060

DIRECTORS

James G. Allison, Jr.	654 North Belt East Suite 400 Houston, Texas 77060
Jerry R. Sellers	654 North Belt East Suite 400 Houston, Texas 77060
William S. Stinson	654 North Belt East Suite 400 Houston, Texas 77060

SEP 30 10 46 AM '81

DEPARTMENT OF STATE



# State of DELAWARE



## Office of SECRETARY OF STATE

I, Glenn C. Kenton, Secretary of State of the State of Delaware,  
do hereby certify that the attached is a true and correct copy of  
Certificate of \_\_\_\_\_ Incorporation \_\_\_\_\_  
filed in this office on \_\_\_\_\_ February 14, 1980 \_\_\_\_\_.



Handwritten signature of Glenn C. Kenton.

Glenn C. Kenton, Secretary of State

BY: Handwritten signature of E. Curran.

DATE: September 22, 1981

CERTIFICATE OF INCORPORATION

OF

Texas Energy Fuels Corporation

1. The name of the corporation is:

Texas Energy Fuels Corporation

2. The address of its registered office in the State of Delaware is 100 West Tenth Street in the City of Wilmington, County of New Castle. The name of its registered agent at such address is The Corporation Trust Company.

3. The nature of the business or purposes to be conducted or promoted is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

4. The total number of shares of stock which the corporation shall have authority to issue is Ten Thousand (10,000) and the par value of each of such shares is One Dollar (\$1.00) amounting in the aggregate to Ten Thousand Dollars (\$10,000.00).

5. The board of directors is authorized to make, alter or repeal the by-laws of the corporation. Election of directors need not be by ballot.

6. The name and mailing address of the incorporator is:

L. M. Custis  
100 West Tenth Street  
Wilmington, Delaware 19801

I, THE UNDERSIGNED, being the incorporator hereinbefore named, for the purpose of forming a corporation pursuant to the General Corporation Law of Delaware, do make this certificate, hereby declaring and certifying that this is my act and deed and the facts herein stated are true, and accordingly have hereunto set my hand this 14th day of February, 1980.



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L. M. Custis