



Department of State.

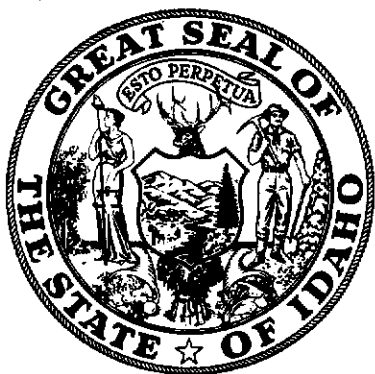
**AMENDED CERTIFICATE OF AUTHORITY
OF**

GULF OIL CORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of **GULF OIL 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 **CHEVRON U.S.A. INC.** to transact business in this State under the name **CHEVRON U.S.A., INC.** and attach hereto a duplicate original of the Application for such Amended Certificate.

Dated **August 9**, 19**85**.



Pete T. Cenarrusa
SECRETARY OF STATE

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 October 30

19 47, authorizing it to transact business in the State of Idaho under the name of

GULF OIL CORPORATION

2. Its corporate name has been changed to

CHEVRON U.S.A. INC.

(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

CHEVRON U.S.A. INC.

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 July 11, 19 85.

CHEVRON U.S.A. INC.

By

Its VICE President

And

Its ASSISTANT Secretary

STATE OF CALIFORNIA)

CITY &) ss:

COUNTY OF SAN FRANCISCO)

I, K. C. DUNCAN, a notary public, do hereby certify that on this

11th day of JULY, 19 85, personally appeared

(continued on reverse)

Commonwealth of Pennsylvania



July 3, 1985

Department of State

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SEC. OF STATE
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TO ALL TO WHOM THESE PRESENTS SHALL COME, GREETING:

Pennsylvania, ss:

I DO HEREBY CERTIFY, That from an examination of the indices and corporate records of this department, it appears that on June 28, 1985, Effective July 1, 1985, 10:00 AM, Certificate of Merger was issued on Articles of Merger filed in this department, whereby 'Chevron U.S.A. Inc.', a California corporation, was merged into and became part of "GULF OIL CORPORATION", a Pennsylvania corporation, incorporated August 9, 1922, which was the surviving corporation to the merger.

I DO FURTHER CERTIFY, That "GULF OIL CORPORATION", the Pennsylvania corporation, changed its corporate name by virtue of Articles of Merger on June 28, 1985, Effective July 1, 1985, 10:00 AM, to "CHEVRON U.S.A. INC.".

WHEREFORE, It appears that "CHEVRON U.S.A. INC.", the Pennsylvania corporation, remains a presently subsisting corporation as of the date hereof.



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Great Seal of the Commonwealth to be affixed, the day and year above written.

William L. Davis

Secretary of the Commonwealth

kmp