



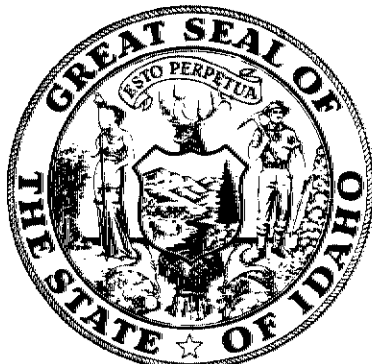
CERTIFICATE OF AUTHORITY
OF

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 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 **GULF OIL CORPORATION** to transact business in this State under the name **GULF OIL CORPORATION** and attach hereto a duplicate original of the Application for such Certificate.

Dated **August 9, 1985**



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:

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SEC. OF STATE
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1. The name of the corporation is GULF OIL CORPORATION
2. *The name which it shall use in Idaho is _____
3. It is incorporated under the laws of Pennsylvania
4. The date of its incorporation is May 14, 1985 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 c/o C T Corporation System, Oliver Bldg., Mellon Square, Pittsburgh, PA 15222
6. The address to which correspondence should be addressed, if different from that in item 5 225 Bush Street, San Francisco, California 94104
7. The street 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
8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
To engage in any lawful act or activity

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>G. B. Secor</u>	<u>President & Director</u>	<u>All at:</u>
<u>W. H. Lind</u>	<u>V.P., Treasurer & Director</u>	<u>225 Bush Street</u>
<u>J. D. Suryan</u>	<u>Secretary</u>	<u>San Francisco, California 94104</u>
<u>D. N. Maytum</u>	<u>Director</u>	

10. 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>100</u>	<u>Common</u>	<u>\$10.00</u>

(continued on reverse)

11. 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
100	Common	\$10.00

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

13. This Application is accompanied by a certificate of corporate existence or status, issued by the proper officer of the state or country of incorporation. (The certificate should not be over 90 days old)

Dated JULY 10, 19 85

GULF OIL CORPORATION

By

Its Vice President

and

J. D. Suryan

Its Secretary

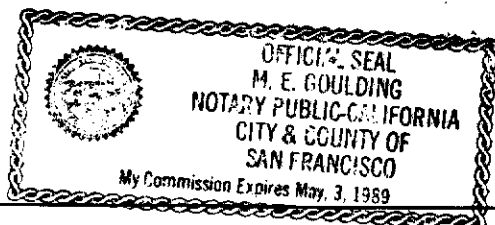
STATE OF CALIFORNIA)
CITY &) ss:
COUNTY OF SAN FRANCISCO)

I, M. E. GOULDING, a notary public, do hereby certify that on this 10th day of JULY, 19 85, personally appeared before me W. H. LIND, who being by me first duly sworn, declared that he is the VICE PRESIDENT of GULF OIL CORPORATION

that he signed the foregoing document as VICE PRESIDENT of the corporation and that the statements therein contained are true.

M E Goulding
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.



Commonwealth of Pennsylvania



July 30, 1985

To All to Whom These Presents Shall Come: Greeting:

I DO HEREBY CERTIFY, That from an examination of the indices and corporate records of this department, it appears that on May 14, 1985 a Certificate of Incorporation was issued to a Pennsylvania corporation entitled

IN RE: 'Bush Street Corporation' now
"GULF OIL CORPORATION"

I DO FURTHER CERTIFY, That no proceedings in dissolution adversely affecting the corporate existence of the foregoing have subsequently been filed.

WHEREFORE, it appears that this 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 R. Davis
Secretary of the Commonwealth