

State of Idaho

Office of the Secretary of State

**CERTIFICATE OF AUTHORITY
OF
TOSCO CORPORATION**

File Number C 134137

I PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, 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 Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: May 31, 2000



Pete T. Cenarrusa
SECRETARY OF STATE

By *Wesley D. Davis*

APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

To the Secretary of State of Idaho

The undersigned Corporation applies for a Certificate of Authority and states as follows

MAY 31 2 09 PM '00

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the corporation is Tesco Corporation
2. The name which it shall use in Idaho is _____
3. It is incorporated under the laws of Nevada
4. Its date of incorporation is 9/16/55
5. The address of its principal office is 72 Cummings Point Road, Stamford, Connecticut 06902
6. The address to which correspondence should be addressed, if different than item 5, is Avon Refinery, Legal Department, 150 Solano Way, Martinez, CA 94553-1487
7. The street address of its registered office in Idaho is 300 North 6th Street, Boise, Idaho 83701, and its registered agent in Idaho at that address is C T Corporation System
8. The names and respective business addresses of its directors and officers are:

Name	Office	Address
See attached list of directors and officers		

Dated: 5/22/00

Tesco Corporation
(Corporation name)
By Arthur L. Gross

Its Assistant Secretary
(specify capacity of signer)

Customer Acct #:
IDAHO SECRETARY OF STATE
If using pre-paid account
CK: 139838986 CT: 9298 IN: 322318
100.00 = 100.00 AUTH PRO # 3
20.00 = 20.00 EXPEDITE C # 4
C 134/137

**OFFICERS AND DIRECTORS
OF
TOSCO CORPORATION
(a Nevada corporation)**

DIRECTORS

Thomas D. O'Malley	—	Chairman of the Board
Jefferson F. Allen		
Houston I. Flournoy		
Joseph P. Ingrassia		
Edmund A. Hajim		
Charles J. Luellen		
Patrick M. de Barros		
Mark R. Mulvoy		
Eija Malmivirta		
Wayne A. Budd		

OFFICERS

Thomas D. O'Malley	—	Chairman of the Board, Chief Executive Officer
Jefferson F. Allen	—	President and Chief Financial Officer
Dwight L. Wiggins	—	Executive Vice President
Robert J. Lavinia	—	Executive Vice President
Wilkes McClave III	—	Senior Vice President, General Counsel and Secretary
Duane B. Bordvick	—	Senior Vice President
Craig R. Deasy	—	Vice President and Treasurer
Robert I. Santo	—	Vice President and Chief Accounting Officer
Peter A. Sutton	—	Vice President
Richard W. Reinken	—	Vice President
Ann Farner Miller	—	Vice President
Wanda Williams	—	Vice President
Kevin Henry	—	Assistant Treasurer
Debra C. Schmalz	—	Assistant Treasurer
Arthur L. Gross	—	Assistant Secretary
Rayford S. Thomas	—	Assistant Secretary
Michael D. Gayda	—	Assistant Secretary
John E. Miller	—	Assistant Secretary
Paul W. Oves	—	Assistant Secretary
David A. Waldschmidt	—	Assistant Secretary
Joseph D. Watson	—	Assistant Secretary
Michael F. Ward	—	Assistant Secretary

Revised 2/16/00

TOSCO CORPORATION

<u>NAME</u>	<u>TITLE</u>	<u>BUSINESS ADDRESS</u>
Thomas D. O'Malley	Chairman of the Board	72 Cummings Point Road Stamford, CT 06902
Jefferson F. Allen	Director	72 Cummings Point Road Stamford, CT 06902
Houston I. Flournoy	Director	72 Cummings Point Road Stamford, CT 06902
Joseph P. Ingrassia	Director	72 Cummings Point Road Stamford, CT 06902
Edmund A. Hajim	Director	72 Cummings Point Road Stamford, CT 06902
Charles J. Luellen	Director	72 Cummings Point Road Stamford, CT 06902
Patrick M. deBarros	Director	72 Cummings Point Road Stamford, CT 06902
Mark R. Mulvoy	Director	72 Cummings Point Road Stamford, CT 06902
Eija Malmivirta	Director	72 Cummings Point Road Stamford, CT 06902
Wayne A. Budd	Director	72 Cummings Point Road Stamford, CT 06902

OFFICERS

Thomas D. O'Malley	Chairman of the Board and Chief Executive Officer	72 Cummings Point Road Stamford, CT 06902
Jefferson F. Allen	President and Chief Financial Officer	72 Cummings Point Road Stamford, CT 06902
Dwight L. Wiggins	Executive Vice President	1400 Park Avenue Linden, NJ 07036
Robert J. Lavinia	Executive Vice President	1500 North Priest Drive Tempe, AZ 85281
Wilkes McClave III	Senior Vice President, General Counsel and Secretary	72 Cummings Point Road Stamford, CT 06902
Duane B. Bordvick	Senior Vice President	1500 North Priest Drive Tempe, AZ 85281

TOSCO CORPORATION

<u>NAME</u>	<u>TITLE</u>	<u>BUSINESS ADDRESS</u>
Peter A. Sutton	Vice President	1500 North Priest Drive Tempe, AZ 85281
Richard W. Reinken	Vice President	1500 North Priest Drive Tempe, AZ 8528185012
Ann Farnar Miller	Vice President	72 Cummings Point Road Stamford, CT 06902
Craig R. Deasy	Vice President and Treasurer	72 Cummings Point Road Stamford, CT 06902
Robert I. Santo	Vice President and Chief Accounting Officer	1500 North Priest Drive Tempe, AZ 85281
Kevin Henry	Assistant Treasurer	1400 Park Avenue Linden, NJ 07036
Debra C. Schmalz	Assistant Treasurer	1500 North Priest Drive Tempe, AZ 85281
Arthur L. Gross	Assistant Secretary	1500 North Priest Drive Tempe, AZ 85281
Rayford S. Thomas	Assistant Secretary	1500 North Priest Drive Tempe, AZ 85281
Michael D. Gayda	Assistant Secretary	1400 Park Avenue Linden, NJ 07036
John E. Miller	Assistant Secretary	1500 North Priest Drive Tempe, AZ 85281
Paul W. Oves	Assistant Secretary	1500 North Priest Drive Tempe, AZ 85281
David A. Waldschmidt	Assistant Secretary	1500 North Priest Drive Tempe, AZ 85281
Joseph D. Watson	Assistant Secretary	72 Cummings Point Road Stamford, CT 06902
Michael F. Ward	Assistant Secretary	2000 Crow Canyon Place Suite 400 San Ramon, CA 94583

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **TOSCO CORPORATION** as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since September 16, 1955, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on May 24, 2000.



Dean Heller

Secretary of State

By

S. J. Larr

Certification Clerk