State of Idaho

Department of State.

CERTIFICATE OF AUTHORITY
OF

FUEL EXPLORATION & MANAGEMENT CO.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of ***FUEL EXPLORATION & MANAGEMENT CO.*** 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 ***FUEL EXPLORATION & MANAGEMENT CO.*** to transact business in this State under the name ***FUEL EXPLORATION & MANAGEMENT CO.*** and attach hereto a duplicate original of the Application for such Certificate.

Dated *October 1, 1982*

GREAT SEAL OF THE STATE OF IDAHO
ESTO PERPETUA

Pete T. Cenarrusa
SECRETARY OF STATE

Corporation Clerk

CAU 779

APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho.

Pursuant to Section 30-1-110, **Idaho Code,** the undersigned Corporation hereby [illegible] Certificate of Authority to transact business in your State, and for that purpose submits the [illegible]

1. The name of the corporation is Fuel Exploration & Management Co.

2. *The name which it shall use in Idaho is Fuel Exploration & Management Co.

3. It is incorporated under the laws of Colorado.

4. The date of its incorporation is December 21, 1979 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 1860 Lincoln Street, Suite 1200, Denver, CO 80295.

6. The street address of its proposed registered office in Idaho is 300 N. 6th Street, Boise, ID 83701, and the name of its proposed registered agent in Idaho at that address is C T Corporation Systems.

7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:

   Crude Oil Exploration

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

Name	Office	Address
Raymond D. Danton	President	1860 Lincoln Street, Suite 1200 Denver, CO 80295
Sue Parks	Sec./Tres.	1860 Lincoln Street, Suite 1200 Denver, CO 80295
Raymond D. Danton	Director	1860 Lincoln Street, Suite 1200 Denver, CO 80295

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
5,000	Common Series A	$10.00

(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
2,050	Common Series A	$10.00

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 April 28, 19 82.

Fuel Exploration & Management Co.

By Raymond D. Denton

Its President

and Sue Parker

Its Secretary

STATE OF Colorado)
)ss:
COUNTY OF Denver)

I, Joyce Berger, a notary public, do hereby certify that on this 28th day of April, 19 82, personally appeared before me Raymond D. Denton, who being by me first duly sworn, declared that he is the President of Fuel Exploration & Management Co.

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

Joyce Berger
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.

FUELEX
FUEL EXPLORATION, INC.

1200 LINCOLN TOWER
1860 LINCOLN STREET
DENVER, COLORADO 80295
(303) 892-6563

September 27, 1982

Secretary of State
State of Idaho
Corporations Division
State Capitol, Room 203
Boise, ID 83720

Re: Fuel Exploration and Management Company

I, Raymond D. Danton, as President of Fuel Exploration, Inc., hereby consent to the use of the name Fuel Exploration and Management Co. in the State of Idaho by Fuel Exploration and Management Co., 1860 Lincoln Street, Suite 1200, Denver, Colorado 80295.

If you have any questions concerning this matter, please contact our office.

Very truly yours,

Raymond D. Danton

Raymond D. Danton
President

RDD:bs
Encl.

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ARTICLES OF INCORPORATION

OF

STATE OF COLORADO

[redacted]

24 OCT '82

STATE

disposing of such mineral substances; and to do engineering and prospecting and to design, construct, drill, bore, sink, [illegible], improve, extend, maintain, operate, and repair wells, machinery, rigging, casing, tools, storage, and transportation lines and systems for this Corporation and other persons, associations, or corporations.

(b) To engage in any other lawful business authority as permitted to be done by a corporation organized under the corporation laws of this State.

(c) To indemnify any director or officer or former director or officer of the corporation, and the personal representatives of all such persons, against any and all claims, liabilities, and expenses actually and necessarily incurred by him in connection with the defense of any action, suit or proceeding in which he is made a party by reason of being or having been such director or officer, except in relation to matters as to which he shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of duty.

[illegible] The aggregate number of shares which the corporation shall have authority to issue is Nine Thousand ([illegible]) [illegible] with a par value of Ten Dollars ($10.00) per share. The corporation shall have the right by appropriate action to increase [illegible] upon the transfer of any shares of its capital stock, [illegible] from time to time issued, provided that [illegible] at any time or from time to time be so designated as [illegible] shares shall be any [illegible] [illegible] representing such shares of capital [illegible]

this corporation.

[illegible]: The address of the initial registered office of the corporation is 700 Petroleum Building, Denver, Colorado [illegible], and the name of its initial registered agent at such address is Michael L. Kennedy.

[illegible]: The address of the place of business is [illegible] Petroleum Building, Denver, Colorado 80202.

[illegible]: The number of directors constituting the initial board of directors of the corporation is three (3) and the name and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and shall qualify are:

[illegible]	[illegible]
Michael L. Kennedy	3152 South Gaylord Englewood, Colorado 80110
[illegible] S. Hunton	700 Petroleum Building Denver, Colorado 80202
[illegible] H. Burk	675 Petroleum Building Denver, Colorado 80202

[illegible]: The name and addresses of each incorporator are:

[illegible]	[illegible]
Michael L. Kennedy	[illegible]
[illegible] S. Hunton	[illegible]
[illegible] H. Burk	[illegible]

[illegible]