



## CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the

**ASHLAND OIL, INC.**

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed in this office on the **13th** day of **February** **1961**, original articles of amendment, as provided by Section **30-146, 147, Idaho Code,** covering **Cumulative Preferred Stock, \$2.40 Convertible Series 1970.**

and that the said articles of amendment contain the statement of facts required by law.

I THEREFORE FURTHER CERTIFY, That the Articles of Incorporation have been amended accordingly.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **8th** day of **February**, A. D., **1979**.

Secretary of State

# Commonwealth of Kentucky

## Department of State



*Office of* **Secretary of State**

**DREXELL R. DAVIS**  
SECRETARY  
FRANKFORT, KENTUCKY

### **CERTIFICATE**

I, DREXELL R. DAVIS, Secretary of State for the Commonwealth of Kentucky, do certify that the foregoing writing has been carefully compared by me with the original record thereof, now in my official custody as Secretary of State and remaining on file in my office, and found to be a true and correct copy of Articles of Amendment for ASHLAND OIL, INC. filed January 25, 1979.

IN WITNESS WHEREOF, I have hereunto  
set my hand and affixed my official seal.

Done at Frankfort this.....25th.....day of

January....., 19 79

*Drexell R. Davis*  
Secretary of State, Commonwealth of Kentucky

By .....  
Assistant Secretary of State

RECEIVED  
JAN 25 1979

Commonwealth of Kentucky

ASHLAND OIL, INC.

AMENDMENT TO CERTIFICATE AND STATEMENT IN RESPECT TO RESOLUTION  
ESTABLISHING AND DESIGNATING CUMULATIVE PREFERRED STOCK, \$2.40  
CONVERTIBLE SERIES OF 1970, AND FIXING AND DETERMINING THE  
MAXIMUM NUMBER OF SHARES TO BE ISSUABLE AND OUTSTANDING

KNOW ALL MEN BY THESE PRESENTS, that ROBERT E. YANCEY, as President, and JOHN P. WARD, as Secretary, of ASHLAND OIL, INC., a Kentucky corporation (herein called the "Company"), do hereby certify that at a meeting of the Board of Directors of the Company duly called and held in accordance with law and the By-laws of the Company on January 24, 1979, the following resolution amending the original resolution, as amended, establishing and designating the \$2.40 Convertible Series of 1970 of the Cumulative Preferred Stock of the Company was duly adopted to reflect a decrease in the number of shares of such series which shall hereafter be issuable and outstanding:

RESOLVED, that, pursuant to the authority expressly vested in the Board of Directors by the Company's Restated Articles of Incorporation, and pursuant to the right reserved in the resolution adopted by the Board of Directors of the Company on August 3, 1970, as amended by such Board of Directors on July 21, 1971, establishing and designating the \$2.40 Convertible Series of 1970 of the Cumulative Preferred Stock of the Company, Section I of that resolution be, and it hereby is, further amended to read in full as follows:

1. *Designation of Series and Maximum Number of Shares to be Issuable and Outstanding.*  
This series of the Cumulative Preferred Stock shall be designated "Cumulative Preferred Stock, \$2.40 Convertible Series of 1970" (herein called the "\$2.40 Series of 1970"), of which not more than 515,000 shares shall hereafter be issuable and outstanding at any one time.

IN TESTIMONY WHEREOF, witness our signatures this 25th day of January 1979.

*Robert E. Yancey*  
Robert E. Yancey  
President

*John P. Ward*  
John P. Ward  
Secretary

ORIGINAL COPY  
FILED AND RECORDED  
SECRETARY OF STATE OF KENTUCKY  
FRANKFORT, KENTUCKY

JAN 25 1979

*Daniel P. Davis*  
SECRETARY OF STATE  
*mlb*