



**Department of State**

**CERTIFICATE OF REGISTRATION  
OF**

**SUN OPERATING LIMITED PARTNERSHIP**

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that  
duplicate originals of an Application of SUN OPERATING LIMITED PARTNERSHIP

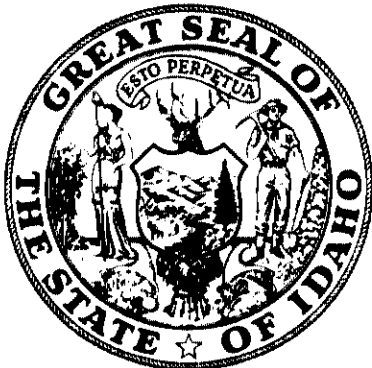
\_\_\_\_\_ for Registration in this State, duly signed and verified  
pursuant to the provisions of the Idaho Limited Partnership Act, have been received in this  
office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate  
of Registration to SUN OPERATING LIMITED PARTNERSHIP

to transact business in this State under the name SUN OPERATING LIMITED PARTNERSHIP

\_\_\_\_\_ and attach hereto a duplicate original of the Application  
for Registration.

Dated **November 29, 1985**



*Pete T. Cenarrusa*

SECRETARY OF STATE

by: *Shirley J. Clark*

# APPLICATION FOR REGISTRATION OF FOREIGN LIMITED PARTNERSHIP

To the Secretary of State of the State of Idaho:

Pursuant to the provisions of Chapter 2, Title 53, Idaho Code, the undersigned State of Idaho Partnership hereby applies for registration to transact business in your State, and for that purpose submits the following statement:

1. The name of the limited partnership is SUN OPERATING LIMITED PARTNERSHIP
2. The name which it shall use in Idaho is SUN OPERATING LIMITED PARTNERSHIP
3. It is organized under the laws of Delaware
4. The date of its formation is November 19, 1985
5. The address of its registered or principal office in the state or country under the laws of which it is organized is The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, Delaware 19801
6. The name and street address of its proposed registered agent in Idaho are C T CORPORATION SYSTEM, 300 North 6th Street, Boise, Idaho 83701
7. The general character of the business it proposes to transact in Idaho is: The exploration for, development, production, storage, treatment, processing, gathering, transportation, purchase or marketing of oil, gas and other minerals, or any other activity related thereto or arising therefrom.
8. The names and addresses of all general partners as well as the names and addresses of those limited partners whose contribution is equal to a greater than 5% of the total contribution of all partners.

Name	General or Limited	Address
Sun Exploration and Production Company	General	5656 Blackwell, Four NorthPark East Dallas, Texas 75231
Sun Equity, Inc.	General	Suite 101, Hagley Building 3411 Silverside Road Wilmington, Delaware 19810
Sun Energy Partners, L.P.	Limited	5656 Blackwell, Four NorthPark East Dallas, Texas 75231

(continued on reverse)

8. (Continued)

Name	General or Limited	Address

9. This Application is accompanied by a certificate certifying to the lawful existence of the limited partnership issued by the proper officer of the jurisdiction in which the certificate of limited partnership is filed or recorded.

Dated November 19, 1985.

~~SUN EXPLORATION AND PRODUCTION COMPANY~~  
General Partner  
By Thomas W. Lynch  
Thomas W. Lynch, Vice President  
~~XXXXXXXXXXXX~~

STATE OF Texas )  
COUNTY OF Dallas ) ss:

I, J. Shea, a notary public, do hereby certify that on this  
19th day of November, 1985, personally appeared

before me THOMAS W. LYNCH, who being by me first duly sworn, corporation,  
Vice President of Sun Exploration and Production Company, a Delaware  
declared that he is a general partner of Sun Operating Limited Partnership

\_\_\_\_\_, Company,  
that he signed the foregoing document as a general partner of the limited partnership and that the state-  
ments therein contained are true.



J. Shea  
Notary Public



Nov 29 10 03 AM '85  
SECRETARY OF STATE

# State of DELAWARE

Office of SECRETARY OF STATE

*I, Michael Harkins, Secretary of State of the State of Delaware,*  
*do hereby certify* that the Certificate of Limited Partnership of the "SUN OPERATING  
LIMITED PARTNERSHIP", was received and filed in this office the nineteenth day of  
November, A.D. 1985, at 2 o'clock P.M.

And I do hereby further certify that the aforesaid Limited Partnership is duly  
formed under the laws of the State of Delaware and is in good standing and has a legal  
existence so far as the records of this office show and is duly authorized to transact  
business.

In Testimony Whereof, *I have hereunto set my hand*  
*and official seal at Dover this* twenty-sixth *day*  
*of* November *in the year of our Lord*  
*one thousand nine hundred and* eighty-five.

  
*Michael Harkins*  
Michael Harkins, Secretary of State