



The State of Texas

SECRETARY OF STATE

I, MARK WHITE, Secretary of State of the State of Texas, DO HEREBY CERTIFY that the attached is a true and correct copy of the following described instruments on file in this office:

EL PASO PRODUCTS COMPANY

Statement of Cancellation
of Redeemable Shares

February 8, 1974



IN TESTIMONY WHEREOF, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in the City of Austin, this

25th day of June, A. D. 19 75.

Mark White

Secretary of State a.w.g.

EL PASO PRODUCTS COMPANY



STATEMENT OF CANCELLATION OF REDEEMABLE SHARES

FILED
FEB 8 1974
SECRETARY OF STATE

To the Secretary of State
of the State of Texas:

Pursuant to the provisions of Article 4.10 of the Texas Partnership Act, the undersigned Corporation submits the following statement of cancellation by redemption or purchase of redeemable shares of the corporation.

1. The name of the corporation is El Paso Products Company.
2. The number of redeemable shares cancelled through redemption or purchase is 16,072, identified as follows:

| Class | Series | Number of Shares |
|-----------------|----------------|------------------|
| 5.60% Preferred | Series of 1963 | 3,335* |
| 5.60% Preferred | Series of 1963 | 29,970** |
| 5.0% Preferred | Series of 1967 | 33,920** |

- * Redeemed and cancelled.
- ** Redeemed and restored to treasury as undesignated preferred stock.

3. The aggregate number of issued shares of the corporation, after giving effect to such cancellation is 647,922, identified as follows:

| Class | Series | Number of Shares |
|-------------------|--------|------------------|
| Common | N/A | 641,657 |
| Class A Preferred | N/A | 6,265 |

4. The amount of the stated capital of the corporation after giving effect to such cancellation is (\$41,791,800).

EL PASO PRODUCTS COMPANY



INCORPORATED
IN THE STATE OF TEXAS

5. The number of shares which the corporation has authority to issue after giving effect to the cancellation is 1,036,125, itemized as follows:

| <u>Class</u> | <u>Series</u> | <u>Number of Shares</u> |
|------------------|---------------|-------------------------|
| Common | N/A | 1,000,000 |
| Odessa Preferred | N/A | 6,135 |
| Preferred | N/A | 79,990 |

Dated February 6, 1974.

EL PASO PRODUCTS COMPANY

By *James M. McCleskey, Jr.*
Executive Vice President

By *John B. Quinn*
Secretary

STATE OF TEXAS)
)
COUNTY OF ECTOR)

I, FRANK VAN ZANDT, a Notary Public, do hereby certify that on this 6th day of February, 1974, personally appeared before me JAMES M. McCLESKEY, JR., who being by me first duly sworn, declared that he is the Executive Vice President of El Paso Products Company, that he signed the foregoing document as Executive Vice President of the corporation, and that the statements therein contained are true.

Frank Van Zandt
Notary Public

My Comm. Expires
Notary Public - Ector County, Texas
By Commission Expires June 1, 1975

EL PASO PRODUCTS COMPANY
CONDITION OF CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is 1,086,125 shares, of which 1,000,000 shares are Common Stock of the par value of \$100.00 each, 6,135 shares are Preferred Stock without par value, and 79,990 shares are Preferred Stock of the par value of \$100.00 each.

As of June 30, 1975, these shares had been issued and paid for at the rate of \$100.00 per share as follows: 841,857 shares of said Common Stock; 6,135 shares of said Preferred Stock without par value.