

State of Idaho

Office of the Secretary of State

CERTIFICATE OF FILING

OF

SWEPI LP

File Number **L 4397**

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that I am the custodian of the limited partnership records of this State.

I FURTHER CERTIFY That the records of this office show that an application for registration of foreign limited partnership for the above named Delaware limited partnership, was received and filed in this office on May 18, 2000, and that the certificate of withdrawal has not been filed as of this date.

Dated: May 19, 2000



Pete T. Cenarrusa
SECRETARY OF STATE

By *Supriya Holloway*

APPLICATION FOR REGISTRATION OF FOREIGN LIMITED PARTNERSHIP

(Instructions on back of application)

To the Secretary of State of Idaho:

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

SECRETARY OF STATE
STATE OF IDAHO

MAY 18 1 35 PM '00

1. The name of the limited partnership is SWEPI LP
2. The name which it shall use in Idaho is _____
3. It was organized under the laws of Delaware on July 28, 1983
(state of organization) (date)
4. The address of its registered or principal office in the state or country under the laws of which it is organized is 1105 North Market Street #1300
Wilmington, DE 19899
5. The name and street address of its proposed registered agent in Idaho are _____
Corporation Service Company, 1401 Shoreline Drive, Boise, Idaho 83702
6. The address at which a list of the names, addresses and contributions of the limited partners is kept is 1105 North Market Street, #1300
Wilmington DE 19899
(The limited partnership agrees to keep the list until its registration is cancelled or withdrawn.)
8. The name and business address of each general partner are:

Name	Address
<u>Shell Energy Holding GP LLC</u>	<u>200 North Dairy Ashford Houston TX 77001</u>
_____	_____
_____	_____
_____	_____
_____	_____

IDAHO SECRETARY OF STATE

Dated _____, 19 _____

Shell Energy Holding GP LLC, General Partner

By S.J. Paul

A General Partner

S.J. Paul, Member/Secretary

Revised 6/97
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CK: 027911 CT: 84696 BH: 319231

1 @ 100.00 = 100.00 REG FOR LP # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SWEPI LP" 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, AS OF THE FIFTEENTH DAY OF MAY, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.



A handwritten signature in black ink, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

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AUTHENTICATION:

0437578

DATE:

05-15-00