

Pol. 406-9111 LD
Petroleum Facilities

CHICAGO TITLE INSURANCE COMPANY
INDIANA DIVISION

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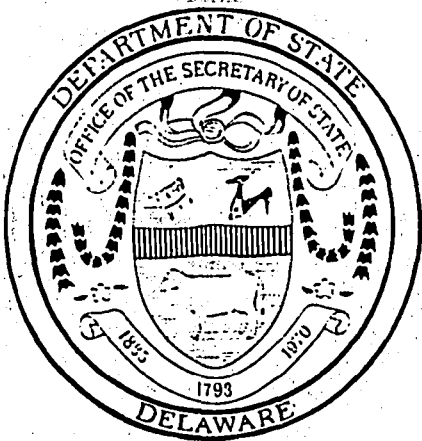


State of DELAWARE

Office of SECRETARY OF STATE

I, Glenn C. Kenton, Secretary of State of the State of Delaware,
do hereby certify that the attached is a true and correct copy of
Certificate of Amendment
filed in this office on May 10, 1979.

STATE OF INDIANA, S.S. NO
LAKE COUNTY
FILED FOR RECORD
OCT 18 1 27 PM '85
RUDOLPH CLAY
RECORDER



Glenn C. Kenton

Glenn C. Kenton, Secretary of State

BY: *Tom Toon*

DATE: May 24, 1984

5.50
CT

CERTIFICATE OF AMENDMENT
of
CERTIFICATE OF INCORPORATION
of
CONTINENTAL OIL COMPANY

CONTINENTAL OIL COMPANY, a Delaware corporation, does hereby certify that the following further amendment to its Restated Certificate of Incorporation, filed July 29, 1969, has been duly adopted in accordance with the provisions of Section 2-2 of the General Corporation Law:

Further amend the first paragraph of article "First" to read as follows:

First

The name of the Corporation is

Conoco Inc.

The foregoing amendment will become effective on July 1, 1979 at 12:01 a.m., Wilmington, Delaware time.

IN WITNESS WHEREOF, the Corporation has caused its corporate seal to be affixed hereto and this certificate to be signed in its name by its Vice President and attested to by its Secretary this 8th day of May, 1979.

CONTINENTAL OIL COMPANY

By

John D. Morrow
John D. Morrow
Vice President

Attest:

Joan C. Demean
Joan C. Demean
Secretary

STATE OF CONNECTICUT }
COUNTY OF FAIRFIELD } ss: Stamford

BE IT REMEMBERED that this 8th day of May, 1979 personally came before me, a Notary Public in and for the County and State aforesaid, JOHN D. MORROW, Vice President of Continental Oil Company, a corporation of the State of Delaware, and he duly executed said certificate before me and acknowledged the said certificate to be his act and deed and the act and deed of said corporation and the facts stated therein are true; and that the seal affixed to said certificate and attested by the Secretary of said corporation is the common or corporate seal of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal of office the day and year aforesaid.

00176

John D. Morrow
Notary Public
MAY 11 1979
PUBLIC

MAY 11 1979