

I, E. B. GRAVES, Secretary of Union Petroleum Company, do hereby certify that at a meeting of the stockholders of Union Petroleum Company held on December 19, 1961, the annexed Agreement of Merger and Consolidation was read and considered, and that a majority of the stockholders of Union Petroleum Company at said meeting voted for the adoption and approval of said Agreement.

E. B. Graves Jr.
Secretary.

STATE OF SOUTH CAROLINA)
)
COUNTY OF SPARTANBURG)

I, R. E. MITCHELL, President of Union Petroleum Company, first being duly sworn, do hereby certify that the annexed Agreement of Merger and Consolidation was adopted and approved by a majority of the stockholders of Union Petroleum Company at a meeting held on December 19, 1961, and that said Agreement of Merger and Consolidation is the agreement of Union Petroleum Company.

SWORN to and subscribed before me this 29th day of December, 1961.

R. E. Mitchell

Marcus L. Laverette Jr. (SEAL)
Notary Public for S. C.

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