COMMONWEALTH OF KENTUCKY)
) ss
COUNTY OF JEFFERSON)

BOOK 855 PAGE 191

I, the undersigned Notary Public in and for the Commonwealth and County aforesaid, do hereby certify that James H. Thornton, President and Director, Robert L. Sloss, Secretary and Director, and Gordon B. Davidson, Director, of Payless Stations, Inc., a Delaware corporation, personally appeared before me and acknowledged the execution of the foregoing merger agreement and certificate to be the act and deed of each of them as such officers and Directors and the act and deed of Payless Stations, Inc. [Delaware], party thereto, that the facts stated therein are true, and that the seal affixed thereto and attested by the Secretary of said corporation is its corporate seal.

WITNESS my hand and seal of office this 24th day of September, 1968. My commission expires September 1, 1972.

(SEAL)

Ruth M. Bowen
Notary Public, State at Large,
Kentucky

COMMONWEALTH OF KENTUCKY)
) ss
COUNTY OF JEFFERSON)

I, the undersigned Notary Public in and for the Commonwealth and County aforesaid, do hereby certify that James H. Thornton, President and Director, Robert L. Sloss, Secretary and Director, and Gordon B. Davidson, Director, of Gilbert A. Dance Oil Co., Inc., an Indiana corporation, personally appeared before me and acknowledged the execution of the foregoing merger agreement and certificate to be the act and deed of each of them as such officers and Directors and the act and deed of Gilbert A. Dance Oil Co., Inc., party thereto, that the facts stated therein are true, and that the seal affixed thereto and attested by the Secretary of said corporation is its corporate seal.

WITNESS my hand and seal of office this 24th day of September, 1968. My commission expires September 1, 1972.

(SEAL)

Ruth M. Bowen
Notary Public, State at Large,
Kentucky

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