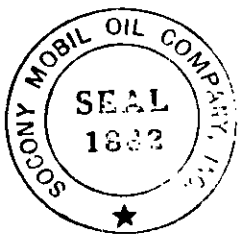


shares of the par value of \$7.50 each at the rate of two for one.

FOURTH: That the amendments to the Certificate of Incorporation were authorized by a vote of the holders of a majority of all outstanding shares entitled to vote on amendments to the Certificate of Incorporation at a meeting of shareholders held on May 17, 1966.

IN WITNESS WHEREOF, this Certificate has been signed this 17th day of May, 1966.



(Sgd) RAWLEIGH WARNER, JR.
Rawleigh Warner, Jr., President

(Sgd) ARTHUR M. SHERWOOD
Arthur M. Sherwood, Secretary

STATE OF NEW YORK)
) SS.:
COUNTY OF NEW YORK)

ARTHUR M. SHERWOOD, being duly sworn, deposes and says that he is the Secretary of SOCONY MOBIL OIL COMPANY, INC., the corporation

State of New York }
DEPARTMENT OF STATE } ss.:

11633

I CERTIFY That I have compared the preceding copy with the original Certificate amending Certificate of Incorporation of SOCONY MOBIL OIL COMPANY, INC.,

and Changing Name to

MOBIL OIL CORPORATION,

filed in this department on the 18th day of May, 1966, and that such copy is a correct transcript therefrom and of the whole of such original.

Witness my hand and the official seal of the Department of State at the City of Albany, this eighteenth day of May, one thousand nine hundred sixty-six.

John P. Lomenzo

Secretary of State

Application For Amended Certificate Recorded November 24, 1970 At 3:42 P.M.

12455

Form CO-504