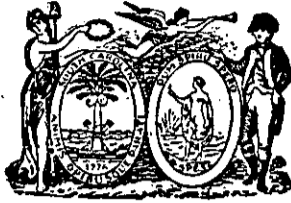
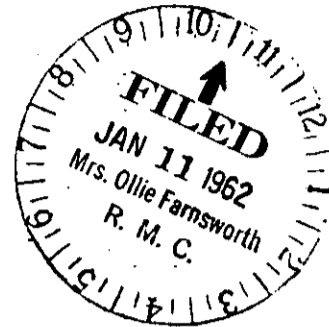


# State of South Carolina



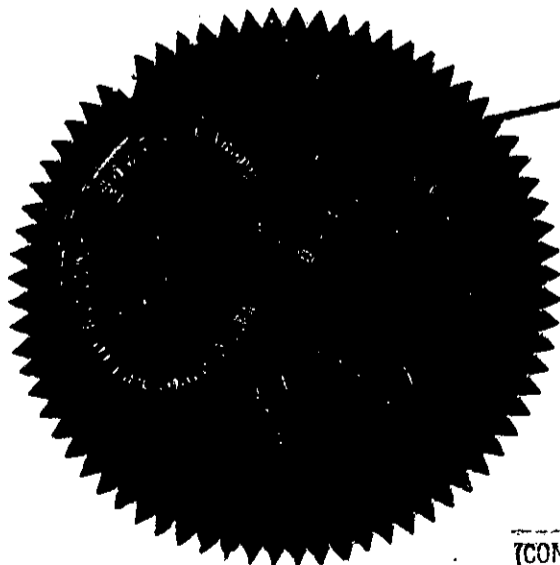
Office of the  
Secretary of State



*I, O. Frank Thornton, Secretary of State of the State of South Carolina, hereby certify:*

THAT THE ATTACHED MERGER AGREEMENT BETWEEN "SPARTAN PETROLEUM COMPANY", A SOUTH CAROLINA CORPORATION, "GREENVILLE PETROLEUM COMPANY", A SOUTH CAROLINA CORPORATION, AND "UNION PETROLEUM COMPANY", A SOUTH CAROLINA CORPORATION, BY WHICH "GREENVILLE PETROLEUM COMPANY" AND "UNION PETROLEUM COMPANY" ARE MERGED INTO "SPARTAN PETROLEUM COMPANY, INC.", WITH AN AUTHORIZED CAPITAL STOCK OF FOUR HUNDRED (400) SHARES OF PREFERRED STOCK OF THE PAR VALUE OF ONE HUNDRED (\$100.00) DOLLARS AND TWO THOUSAND (2,000) SHARES OF COMMON STOCK OF NO PAR VALUE, IS A TRUE AND CORRECT COPY AS TAKEN FROM AND COMPARED WITH THE MERGER AGREEMENT NOW ON FILE IN THIS OFFICE.

THE SAID MERGER AGREEMENT, IN ACCORDANCE WITH THE SOUTH CAROLINA LAW, NOW BEING THE CHARTER OF "SPARTAN PETROLEUM COMPANY, INC.", ALL OF WHICH IS DULY CERTIFIED AS SHOWN BY DOMESTIC CORPORATION FILE NO. 36180.



Given under my Hand and the Great Seal of the State at Columbia this 2nd day of January, A. D., 1962, and in the one hundred and 86th year of the Independence of the United States of America.

*O. Frank Thornton*

O. Frank Thornton  
Secretary of State

(CONTINUED ON NEXT PAGE)