

ARTICLES OF MERGER
MERGING
THE BARCO REALTY CORPORATION,
CORCO REALTY CORPORATION,
CROWN STATIONS TWO, INC.,
DELTA REALTY CORPORATION,
ENERGY OIL COMPANY, INC.,
JAMES RIVER REALTY CORPORATION, AND
THRIFTWAY GAS STATIONS, INC.
INTO
CROWN CENTRAL LEASING CORPORATION

Articles of Merger entered into this _____ day of
June, 1983 by and between Crown Central Leasing Corporation
("CCLC"), a Maryland corporation, The Barco Realty Corporation
("Barco"), a Maryland corporation, Corco Realty Corporation
("Corco"), a Maryland corporation, Crown Stations Two, Inc.
("Crown Two"), a Maryland corporation, Delta Realty Corporation
("Delta"), a Texas corporation, Energy Oil Company, Inc.
("Energy"), a Maryland corporation, James River Realty Corporation
("James River"), a Maryland corporation, and Thriftway Gas
Stations, Inc. ("Thriftway"), a Florida corporation.

THIS IS TO CERTIFY:

FIRST: CCLC (hereinafter sometimes referred to as the
("Parent Corporation"), and Barco, Corco, Crown Two, Delta,
Energy, James River, and Thriftway, (hereinafter sometimes
collectively referred to as the "Subsidiary Corporations") agree
that the Subsidiary Corporations shall be merged into the Parent
Corporation. The terms and conditions of the merger and mode of
carrying the same into effect are as herein set forth in these
Articles of Merger.

SECOND: The laws of Maryland, Florida and Texas permit
such a merger.

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