FORM C-535-A

State of New Jersey

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RECORDER
MADISON COUNTY, IOWA
Fee $2.50

D. H.

Department of State

I, Secretary of State of the State of New Jersey, DO HEREBY CERTIFY that the records of this office show that there was filed in this office on December 19, 1972, a Certificate of Merger which included a Plan of Merger, merging

ENJAY CHEMICAL COMPANY, a Delaware corporation
ESSO CHEMICAL COMPANY INC., a Delaware corporation, and
HUMBLE OIL & REFINING COMPANY, a Delaware corporation, into
EXXON CORPORATION, a New Jersey corporation, the surviving corporation

I FURTHER CERTIFY that the following are exact excerpts from said Plan of Merger

"The name, identity, existence, purposes, powers, objects, franchises, privileges, rights and immunities of Exxon Corporation shall continue in effect and unimpaired by the merger, and the corporate franchises, existence and rights of Humble Oil & Refining Company, Esso Chemical Company Inc. and Enjay Chemical Company shall be merged into Exxon Corporation, as the surviving corporation, and: (i) Exxon Corporation shall possess all the rights, privileges, powers, immunities, purposes and franchises, both public and private, of Humble Oil & Refining Company, Esso Chemical Company Inc. and Enjay Chemical Company; (ii) all real property and personal property, tangible and intangible, of every kind and description, belonging to Humble Oil & Refining Company, Esso Chemical Company Inc. or Enjay Chemical Company shall be vested in Exxon Corporation without further act or deed; (iii) the title of all real estate or any interest therein vested in Humble Oil & Refining Company, Esso Chemical Company Inc. or Enjay Chemical Company shall not revert or be in any way impaired by reason of such merger; (iv) Exxon Corporation shall be liable for all the obligations and liabilities of Humble Oil & Refining Company, Esso Chemical Company Inc. and Enjay Chemical Company and each of them; (v) any claim existing or action or proceeding pending by or against Humble Oil & Refining Company, Esso Chemical Company Inc. or Enjay Chemical Company may be enforced as if such merger had not taken place; and (vi) neither the rights of creditors nor any liens, upon, or security interests in, the property of Humble Oil & Refining Company, Esso Chemical Company Inc. or Enjay Chemical Company shall be impaired by such merger; and

* * * * * * * * *

"The merger shall become effective as of the beginning of January 1, 1973, so that Humble Oil & Refining Company, Esso Chemical Company Inc. and Enjay Chemical Company shall each continue its separate existence for all purposes throughout the entire calendar year 1972 but each shall be merged into Exxon Corporation for all purposes throughout the entire calendar year 1973 and thereafter."

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my Official Seal at Trenton, this 19th day of December, A.D. 1972

Robert H. Fahey
Secretary of State