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06/01 '01 08:46 NO.410 03/05

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06/01 '01 09:06 NO.135 02/04

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CERTIFICATE OF AMENDMENT
 OF
 CERTIFICATE OF INCORPORATION
 OF
 MOBIL OIL CORPORATION

CSC 45

(Under Section 805 of the Business Corporation Law)

Pursuant to the provisions of Section 805 of the Business Corporation Law, the undersigned President and Secretary, respectively, of Mobil Oil Corporation hereby certify:

FIRST: That the name of the corporation is MOBIL OIL CORPORATION and that said corporation was incorporated under the name of Standard Oil Company of New York.

SECOND: That the Certificate of Incorporation of the corporation was filed by the Department of State, Albany, New York, on the 10th day of August, 1882.

THIRD: That the amendments to the Certificate of Incorporation effected by this Certificate are as follows:

(a) Article 1st of the Certificate of Incorporation, relating to the corporate name, is hereby amended to read as follows:

"1st The corporate name of said Company shall be, ExxonMobil Oil Corporation".

(b) Article 7th of the Certificate of Incorporation, relating to the office of the corporation is hereby amended to read as follows:

The office of the corporation within the State of New York is to be located in the County of Albany. The Company shall have offices at such other places as the Board of Directors may from time to time determine.

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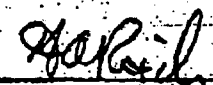
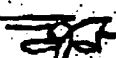
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FOURTH: That the amendments to the Certificate of Incorporation were authorized by the Board of Directors followed by the holder of all outstanding shares entitled to vote on amendments to the Certificate of Incorporation by written consent of the sole shareholder dated May 22, 2001.

IN WITNESS WHEREOF, this Certificate has been signed this 22nd Day of May, 2001.


F. A. Risch, President 

STATE OF TEXAS)
COUNTY OF DALLAS)

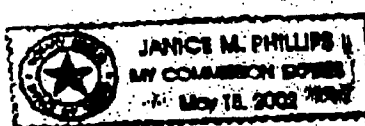
F. L. REID, being duly sworn, deposes and says that he is the Secretary of MOBIL OIL CORPORATION, the corporation mentioned and described in the foregoing instrument; that he has read and signed the same and that the statements contained therein are true.


F. L. REID, Secretary

SUBSCRIBED AND SWORN TO before me, the undersigned authority, on this the 22nd day of May, 2001.

[SEAL]


NOTARY PUBLIC, STATE OF TEXAS



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CERTIFICATE OF AMENDMENT

OF

MOBIL OIL CORPORATION

Under Section 805 of the Business Corporation Law

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STATE OF NEW YORK
DEPARTMENT OF STATE

Filed by: EXXONMOBIL CORPORATION
(Name)

FILED JUN 01 2001

5999 Las Colinas Blvd.
(Mailing address)

TAX \$

BY: *SAC*

Irving, TX 75039-2298
(City, State and Zip code)

ny Albany

Cost Reg # 16557817PJ

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State of New York }
Department of State } ss:

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

Witness my hand and seal of The Department of State on JUN 22 2001



A handwritten signature in black ink, appearing to read "J. Leub", with a long horizontal line extending to the right.

Special Deputy Secretary of State

DOS-1266 (7/00)

COPY

RECORDED: 11/13/2002

PATENT
REEL: 013480 FRAME: 0333