

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "LYONDELL-CITGO REFINING LP", CHANGING ITS NAME FROM "LYONDELL-CITGO REFINING LP" TO "HOUSTON REFINING LP", FILED IN THIS OFFICE ON THE TWENTY-SIXTH DAY OF SEPTEMBER, A.D. 2006, AT 1:47 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE SECOND DAY OF OCTOBER, A.D. 2006.



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060885571

Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5070575

DATE: 09-26-06

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State of Delaware
 Secretary of State
 Division of Corporations
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**SECOND AMENDMENT
 TO THE
 CERTIFICATE OF LIMITED PARTNERSHIP
 OF
 LYONDELL-CITGO REFINING LP**

The undersigned, desiring to amend the Certificate of Limited Partnership of LYONDELL-CITGO Refining LP (the "Partnership") pursuant to the provisions of Section 17-202 of the Revised Uniform Limited Partnership Act of the State of Delaware, does hereby certify as follows:

FIRST: The name of the limited partnership is LYONDELL-CITGO Refining LP.

SECOND: Section 1 of the Certificate of Limited Partnership shall be amended as follows:

1. *Name.* The name of the limited partnership formed hereby is Houston Refining LP.

THIRD: In light of the withdrawal of CITGO Gulf Coast Refining, Inc. as a general partner of the Partnership, Section 4 of the Certificate of Limited Partnership shall be amended as follows:

4. *General Partner.* The name and business address of the general partner of the Partnership is:

Lyondell Refining Company LP
 1221 McKinney
 Houston, Texas 77010

FOURTH: The effective date of this Second Amendment to the Certificate of Limited Partnership is October 2, 2006.

IN WITNESS WHEREOF, the undersigned has executed this Second Amendment to the Certificate of Limited Partnership of LYONDELL-CITGO Refining LP on this 26th day of September, 2006.

LYONDELL REFINING COMPANY LP,
 a Delaware limited partnership

By: LRC Holdings GP LLC, its general partner

By: Gerald A. O'Brien, Vice President
 Name: Gerald A. O'Brien
 Title: Vice President and General Counsel

C:\apps\del\corpsec\del\CR 2nd amend to cert of limited partnership effect 10 2 2006