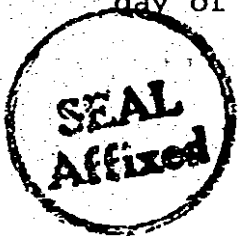


CERTIFICATE OF FILON EXPLORATION CORPORATION

I, Royse M. Parr, Secretary of Filon Exploration Corporation, do hereby certify that the attached is a copy of the Certificate of Merger of Filon Exploration Corporation with and into said MAPCO Production Company issued by the Secretary of State, State of Colorado, on September 28, 1979, and effective on that date.

IN TESTIMONY WHEREOF, I have signed my name and affixed the Corporate Seal at Tulsa, Oklahoma, this 29th day of February, 1980.



Royse M. Parr
Royse M. Parr, Secretary

(Corporate Seal)

STATE OF OKLAHOMA)
) SS
COUNTY OF TULSA)

Before me, Jane Malone, a Notary Public in and for said State, on this 29th day of February, 1980, personally appeared Royse M. Parr, to me known to be the identical person who subscribed the name of the maker thereof to the foregoing instrument as its Secretary, and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of said corporation for the uses and purposes therein set forth.

WITNESS my hand, and seal the day and year first above written.



Jane Malone
Notary Public

My Commission Expires:
20 June 1983

STATE OF COLORADO

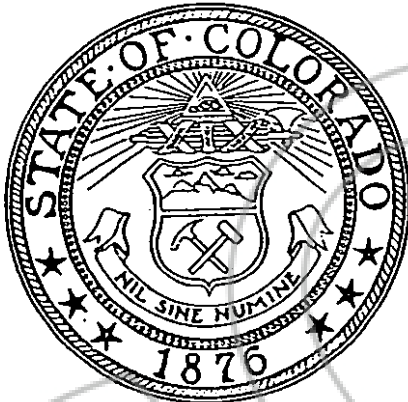


DEPARTMENT OF
STATE

CERTIFICATE

I, MARY ESTILL BUCHANAN, Secretary of State of the State of Colorado hereby certify that the prerequisites for the issuance of this certificate have been fulfilled in compliance with law and are found to conform to law.

Accordingly, the undersigned, by virtue of the authority vested in me by law, hereby issues A CERTIFICATE OF MERGER TO MAPCO PRODUCTION COMPANY, A DELAWARE CORPORATION, SURVIVOR OF MERGER WITH FILCON EXPLORATION CORPORATION, A COLORADO CORPORATION.



72761

Mary Estill Buchanan

SECRETARY OF STATE

DATED: SEPTEMBER 28, 1979

RECORDED AT THE REQUEST OF Mapco Production Company
on March 17 1980, at 02 mins. past 8 A.M. in
Book 79 of OFFICIAL RECORDS, page 358-359, RECORDS OF
EUREKA COUNTY, NEVADA. WILLIS A. DePAOLI Recorder
File No. 72761 Fee \$ 4.00

BOOK 79 PAGE 359