

# The State of Texas



SECRETARY OF STATE

143298

The undersigned, as Secretary of State of the State of Texas, HEREBY CERTIFIES that the attached is a true and correct copy of the following described instruments on file in this office:

BP OPERATING LIMITED PARTNERSHIP  
FORMERLY: BP OPERATING COMPANY, LTD.

AMENDED AND RESTATEB CERTIFICATE  
OF LIMITED PARTNERSHIP

OCTOBER 26, 1992

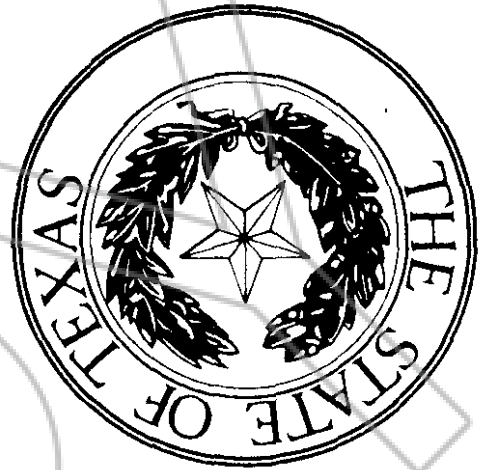
IN TESTIMONY WHEREOF, I have hereunto  
signed my name officially and caused to be im-  
pressed hereon the Seal of State as my office in  
the City of Austin, this

26TH day of OCTOBER, A.D. 1992

*John Hammond*  
Secretary of State

600/200  
8/92

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FILED  
In the Office of the  
Secretary of State of Texas  
OCT 26 1992  
Corporations Section

FOURTH AMENDED AND RESTATED  
CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
EP OPERATING LIMITED PARTNERSHIP

EP Operating Limited Partnership, formerly known as "EP Operating Company" and "EP Operating Company, Ltd." (the "Partnership"), having filed an original certificate/agreement of limited partnership, hereby duly executes this Fourth Amended and Restated Certificate of Limited Partnership, which is being filed with the Secretary of State in accordance with sections 2.10 and 13.02(d) of the Texas Revised Limited Partnership Act (the "Act").

The Partnership's Certificate of Limited Partnership and all amendments thereto and restatements thereof are hereby amended and superseded in their entirety by the following Fourth Amended and Restated Certificate of Limited Partnership which accurately sets forth the entire text thereof:

The Partnership hereby confirms that, as of September 1, 1992, it was governed by the Texas Revised Limited Partnership Act.

1. The name of the Partnership is EP Operating Limited Partnership.

2. The Fourth Amended and Restated Certificate of Limited Partnership changes the name of the Partnership to EP Operating Limited Partnership. The name under which the Partnership was formed was EP Operating Company; its original Certificate/Agreement of Limited Partnership was filed on March 7, 1985; and its limited partnership file number was 41866-10. Effective September 1, 1992, the name of the Partnership was changed to EP Operating Company, Ltd. by the filing with the Secretary of State on September 2, 1992, its Third Amended and Restated Certificate of Limited Partnership.

3. The address of the registered office of the Partnership in the State of Texas is 300 South St. Paul Street, Dallas, Texas 75201, and the name of the registered agent for service of process on the Partnership in the State of Texas at such address is F. W. Fraley, III. The Managing General Partner may from time to time change the registered office and the registered agent.

4. The address of the principal office of the Partnership in the United States where its partnership records are to be kept or made available under Section 1.07 of the Act is:

Enserch Exploration, Inc.  
1817 Wood Street  
Dallas, Texas 75201

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41866-10 (mc)

5. The name and address of the principal place of business of the Managing General Partner are as follows:

Enserch Exploration, Inc.  
1817 Wood Street  
Dallas, Texas 75201

6. The name and address of the principal place of business of the Special general Partner are as follows:

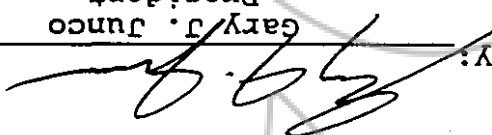
ENSERCH Corporation  
300 South St. Paul Street  
Dallas, Texas 75201

SIGNED on this 23rd day of October, 1992.

MANAGING GENERAL PARTNER:

Enserch Exploration, Inc.

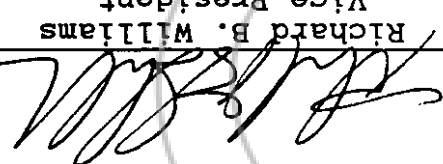
BY:

  
Gary J. Junco  
President

SPECIAL GENERAL PARTNER:

ENSERCH Corporation

BY:

  
Richard B. Williams  
Vice President

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OFFICIAL RECORDS  
RECORDED AT THE REQUEST OF

Enserch Exploration

NOV 30 AM 11:30 '92

EUREKA COUNTY, NEVADA  
M.N. REBAL EATI, RECORDED  
FILE NO. FEES \$400

143298

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