

APN # _____

Recording Requested By:

Name Cristalle Barron

Address 1100 Louisiana, Suite 4400

City/State/Zip SP

Houston, TX 77002

BOOK 439 PAGE 156-161
OFFICIAL RECORDS
RECORDED AT THE REQUEST OF
Petrohawk
2006 JUL 14 PM 3:42
EUREKA COUNTY, NEVADA
M.N. REBALEATI, RECORDER
FILE NO. FEES 43⁰⁰

205415

Certificate of Merger
(Title of Document)

This page added to provide additional information required by NRS 111.312 Sections 1-2. (Additional recording fees applies)



Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the attached is a true and correct copy of each document on file in this office as described below:

Petrohawk Properties, LP
Filing Number: 9759210

Articles of Merger

May 19, 2005

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on June 19, 2006.



A handwritten signature in black ink that reads "Roger Williams".

Roger Williams
Secretary of State

FILED
In the Office of the
Secretary of State of Texas
MAY 19 2005
Corporations Section

**CERTIFICATE OF MERGER
OF
WYNN-CROSBY 1994, LTD.;
WYNN-CROSBY 1995, LTD.;
WYNN-CROSBY 1996, LTD.;
WYNN-CROSBY 1998, LTD.;
WYNN-CROSBY 1999, LTD.;
WYNN-CROSBY 2000, LTD; AND
WYNN-CROSBY 2002, LTD**

WITH AND INTO

WYNN-CROSBY 1997, LTD.
which shall thereafter be named

PETROHAWK PROPERTIES, LP

May 16, 2005

Pursuant to the provisions of Article 211 of the Texas Revised Limited Partnership Act ("TRLPA"), WYNN-CROSBY 1997, LTD., a Texas limited partnership ("WC 97"), WYNN-CROSBY 1994, LTD, a Texas limited partnership ("WC 94"), WYNN-CROSBY 1995, LTD, a Texas limited partnership ("WC 95"), WYNN-CROSBY 1996, LTD, a Texas limited partnership ("WC 96"), WYNN-CROSBY 1998, LTD, a Texas limited partnership ("WC 98"), WYNN-CROSBY 1999, LTD, a Texas limited partnership ("WC 99"), WYNN-CROSBY 2000, LTD, a Texas limited partnership ("WC 2000"), and WYNN-CROSBY 2002, LTD, a Texas limited partnership ("WC 2002") hereby adopt and certify the following Certificate of Merger for the purpose of effecting a merger (the "Merger") in accordance with the provisions of Article 211 of the TRPLA.

FIRST: The names of the limited partnerships participating in the Merger and the state under which each limited partnership was respectively organized are as follows:

| <u>Name of Limited Partnership</u> | <u>Entity Type</u> | <u>State</u> |
|------------------------------------|---------------------|--------------|
| Wynn-Crosby 1997, Ltd | Limited Partnership | Texas |
| Wynn-Crosby 1994, Ltd. | Limited Partnership | Texas |
| Wynn-Crosby 1995, Ltd | Limited Partnership | Texas |
| Wynn-Crosby 1996, Ltd | Limited Partnership | Texas |
| Wynn-Crosby 1998, Ltd. | Limited Partnership | Texas |
| Wynn-Crosby 1999, Ltd. | Limited Partnership | Texas |
| Wynn-Crosby 2000, Ltd | Limited Partnership | Texas |
| Wynn-Crosby 2002, Ltd. | Limited Partnership | Texas |

SECOND. An Agreement and Plan of Merger (the "**Merger Agreement**"), setting forth a plan of merger, has been approved and adopted by each of the constituent entities in accordance with Section 2.11 of the TRLPA.

THIRD: The surviving entity of the Merger shall be WC 97, and the name of the surviving entity shall be Petrohawk Properties, LP.

FOURTH: The Certificate of Limited Partnership of WC 97 shall be the surviving entity's Certificate of Limited Partnership, except that ARTICLE ONE is hereby amended in its entirety as follows:

"The name of the limited partnership is. Petrohawk Properties, LP."

FIFTH: The registered office address of WC 97 as presently shown on the records of the Texas Secretary of State is 800 Brazos, Austin, Texas 78701-2507, and the registered agent as presently shown is Corporation Service Company d/b/a, CSC-Lawyers Incorporating Service Company

The address of the NEW registered office of the surviving entity is 1021 Main Street, Suite 1150, Houston, Texas 77002, and the name of its NEW registered agent at such address is CT Corporation System.

SIXTH: The Agreement of Limited Partnership of WC 97 shall be surviving entity's Agreement of Limited Partnership

SEVENTH: The executed copy of the Merger Agreement is on file at the principal place of business of the surviving entity at 1100 Louisiana, Suite 4400, Houston, Texas 77002.

EIGHTH: Each partner of each partnership that is a party to the Merger has either (i) received a copy of the Merger Agreement in accordance with the provisions of the applicable agreement of limited partnership or, if no such provisions exist, the TRLPA or (ii) waived the delivery and notice requirements related the furnishing of a copy or summary of the Merger Agreement.

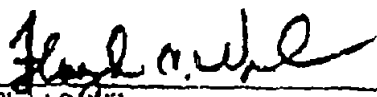
NINTH: The Merger Agreement was duly authorized by all necessary action required by the laws of the State of Texas and the constituent documents of each party to the Merger.

TENTH: The Merger shall become effective upon the issuance of the certificate of merger by the Secretary of State

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Merger as of the date first written above.

WYNN-CROSBY 1997, LTD.,
a Texas limited partnership

By: P-H Energy, LLC
its general partner

By: 
Name: Floyd C. Wilson
Title: President and Chief Executive Officer

WYNN-CROSBY 1994, LTD.,
a Texas limited partnership

By: P-H Energy, LLC
its general partner

By: Floyd C. Wilson
Name: Floyd C. Wilson
Title: President and Chief Executive Officer

WYNN-CROSBY 1995, LTD.,
a Texas limited partnership

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