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ARTICLES OF AGREEMENT AND INCORPORATION

C. W. Deming Investment Company

Know all Men by these Presents, That the Corporators hereinafter named have this day, and by these presents, formed a Corporation under and in pursuance of an Act of Congress approved February 18th, 1901, entitled "An Act to put in force in the Indian Territory certain provisions of the Laws of Arkansas relating to Corporations and to make said provisions applicable to said Territory," which said Act provides for incorporations for manufacturing and other lawful business purposes in the Indian Territory, and in evidence thereof do hereby execute the following Articles of Incorporation:

FIRST: The name of said Corporation shall be *C. W. Deming Investment Company*

SECOND: The Corporators are *C. W. Deming, J. F. Threadgill and R. J. Murray*

THIRD: The place of business is to be located at *Tulsa Indian Territory (State of Oklahoma)* and its office for the transaction of business shall be in *the said City of Tulsa, I. T.* or at such other place as the Board of Directors may select.

FOURTH: The general nature of the business proposed to be transacted by this Corporation is:

To acquire, own, lease, occupy, use or develop, to purchase, exchange, sell, or otherwise dispose of, to pledge, hypothecate and deal in any real estate containing coal, oil, gas, shale, stone, asphaltum, lead, zinc, gold, silver, marble, salt, and all other minerals, and any wood lands, or other lands for any purposes of the corporation; to survey and plat lands into lots, blocks, streets and alleys as additions to cities, towns and villages and for townsites, and to sell, lease or otherwise dispose of the same; ~~xx~~ to do a general real estate business, work, mine, operate, develop, manufacture, refine, reproduce, and convert all minerals of whatever nature or character into any and all forms, combinations and conditions into which the same are capable of being converted, and to sell and dispose of the same; to construct or produce bridges, buildings, houses, machinery engines, cars and other equipment; railroad street car lines, telephone lines and ice plants, and to sell the same or otherwise to dispose thereof, or to maintain and operate the same; to own, handle and control letters patent, inventions and the shares of stock of other corporations; to borrow money and to execute bonds, notes, mortgages or deeds of trust to secure the same, and to exercise in respect to all such notes, bonds, mortgages, shares of stock and other securities and obligations all the rights, powers and privileges of individual holders and owners thereof, including the right to vote upon any share of stock owned by it to the same extent that a natural person might or could do; it is further hereby expressly declared and provided that this corporation shall have power to issue bonds and other obligations in payment for property purchased or acquired by it or for any other objects in or about its business; to mortgage or pledge any stock, bonds, or other obligations, or any property which may be acquired by it, to secure any bonds or obligations by it issued or incurred; to guarantee any dividends on bonds, or contracts of any kind and description; and in carrying on its business, or for the purpose of attaining and furthering its objects, to do any and all other acts and things and to exercise any and all other powers which a copartnership or natural person could do and exercise, and which now or hereafter may be authorized by law; to construct, own, equip and operate pipelines, for the purpose of transporting oil, water, gas and in general to do and acquire all things necessary to the proper conduct of the business of this corporation in the Indian Territory and elsewhere not inconsistent with the laws of the United States or of any State or Territory where operations may be undertaken and carried on hereunder.