

ARTICLES OF AGREEMENT AND INCORPORATION

OF

Rosser Oil 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 *Rosser Oil Company*

SECOND: The Corporators are *William Rosser Jr., T. Chapin & Harry Rosser*

THIRD: The place of business is to be located at *Tulsa Indian Territory* and its office for the transaction of business shall be in *Tulsa Indian Territory* 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 engage in carrying on the business of producing, refining, distilling, treating, manufacturing, filling, carrying, handling, storing, dealing in, buying & selling oil, petroleum, natural gas & for such purposes buy and otherwise acquire hold own operate lease, mine, develop, pipe line, tanks, machinery, tools, and other works, property and appliances that may be incident or auxiliary to said business or that may be deemed necessary or convenient by the Board of Directors to acquire by purchase condemnation exchange location appropriation or in any other manner whatsoever to obtain, own, hold, use, operate lease, supply, mortgage, sell or otherwise dispose of lease mining rights deposits of mineral rock, earth, water, to acquire land own any and all real estate to do such other things that may be necessary or useful in carrying out the objects for which the corporation is formed to incur indebtedness in such amount as may be deemed necessary or proper, to evidence such indebtedness by the bond or other written obligations of this corporation and to secure the payment of such indebtedness by mortgage, deed of trust or otherwise, to pledge all or any part of the property, right, title or interest of this corporation to sell or lease any of the property that may be acquired by this corporation to use a similar property for purposes of mortgage of trade arrangements with other persons, firms or corporations for any purpose that may be desirable or profitable to this corporation to do perform all other acts or things necessary or incident to the purposes hereinto set forth.*

FIFTH: The amount of capital stock of said Corporation shall be *One Hundred Thousand (\$100,000.00)* Dollars; of which *Seventy five (\$75.00)* Dollars has been subscribed by the Corporators aforesaid, and the residue thereof may be issued and disposed of as the Board of Directors may from time to time order and direct.

SIXTH: The capital stock shall be divided into *Four Thousand (4,000)* shares of the value of \$25.00 each.

SEVENTH: The affairs and business of the Corporation shall be conducted and controlled by a Board of Directors, consisting of *Three (3)* members, all of whom shall be stockholders of the Corporation. Said Board of Directors shall elect one of its members as President, and one of its members as Vice-President, and shall also elect a Secretary and Treasurer.

EIGHTH: The first election of Directors shall be held immediately after the organization of the Corporation and said Directors shall serve for one year and until their successors are elected.

NINTH: The Board of Directors are empowered to ordain and establish all by-laws and regulations necessary to the management and business of said Corporation, and alter and repeal same at pleasure.

TENTH: The first meeting of said Corporators for organization shall be held in *Tulsa Indian Territory* at the office of *Master H. Rice* at *10* o'clock *A.M.* on the *25th* day of *February* 1907. The subscribers hereto hereby waive notice of said meeting.

IN TESTIMONY WHEREOF, We have hereunto set our hands, on this the *25th* day of *February* 1907.

*William Rosser Jr.
T. Chapin
Harry Rosser*

CERTIFICATE

WHEREAS, *William Rosser Jr., T. Chapin & Harry Rosser*

have associated themselves together as a body politic and corporate, to be known as *Rosser Oil Company*

AND WHEREAS, The said Corporators being the subscribers to the capital stock of the said Corporation have waived the fifteen days' notice as required by law, and called a meeting for organization, to be held in *Tulsa Indian Territory* at the office of *Master H. Rice* at *10* o'clock *A.M.* on the *25th* day of *February* 1907.