

PRINTED AT THE OFFICE OF THE ATTORNEY GENERAL, OMAHA, NEB.

WHEREAS, At the time and place above set out, a meeting of the subscribers aforesaid was held to organize said Corporation and elect three Directors; and

WHEREAS, At said meeting the following named persons were elected Directors, to-wit: W. W. Rains M. W. Wharton J. H. Winemiller

WHEREAS, At a meeting of the said Board of Directors W. W. Rains was elected President, and M. W. Wharton was elected Vice-President, and J. H. Winemiller was elected Secretary, and J. H. Winemiller was elected Treasurer.

NOW, THEREFORE, The said W. W. Rains as President, and the said

W. W. Rains M. W. Wharton J. H. Winemiller, as Directors, do in pursuance of law, issue this, their Certificate, verified by their oaths, and do hereby certify as follows:

FIRST: Said Corporation is formed for the purpose of engaging in the business of drilling and exploring for oil and gas, producing, refining, distributing, marketing, manufacturing, holding, carrying, conveying, storing, selling, all petroleum products, and for such purposes, buying, otherwise, acquiring, holding, and operating, and managing, real and personal property, and all things necessary or convenient to the Board of Directors, to acquire, by purchase, condemnation, exchange, location, appropriation or in any other manner whatsoever, to receive, mine, hold, use, operate, lease, supply, mortgage, sell or otherwise dispose of, leases, mining rights, deposits of mineral, rock, soil, water, to acquire, own, any and all real estate, and 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 obligation of this corporation, to secure the payment of such indebtedness by mortgage, deed of trust or other form of incumbrance of all or any part of the property, rights, privileges, franchises of this corporation, to sell or lease any of the property that may be acquired by this corporation, to lease similar property from others, to make trade or traffic arrangements with other persons, firms or corporations for any purpose that may be desirable or profitable to this corporation to do and perform all other acts or things necessary or incident to the purposes hereinbefore set forth.

SECOND: Its Capital Stock is Twenty-five Thousand Dollars; divided into shares of \$25.00 each.

THIRD: Seventy-five Dollars of said capital stock have been actually paid in by the subscribers hereto.

FOURTH: The names of the stockholders and the number of shares owned by them, respectively, is as follows:

NAMES	No. OF SHARES	NAMES	No. OF SHARES
<u>W. W. Rains</u>	<u>1</u>		
<u>M. W. Wharton</u>	<u>1</u>		
<u>J. H. Winemiller</u>	<u>1</u>		

IN TESTIMONY WHEREOF, The said W. W. Rains President of said Corporation and W. W. Rains M. W. Wharton J. H. Winemiller a majority of the

Board of Directors of said Corporation have hereunto set their hands on this 10th day of July 1907

W. W. Rains President.
M. W. Wharton
J. H. Winemiller Directors.

UNITED STATES OF AMERICA, INDIAN TERRITORY, } ss.
Western District, W. W. Rains M. W. Wharton J. H. Winemiller

on their oaths say that the matters and things in the foregoing certificate set out are true, to the best of their knowledge and belief.

W. W. Rains
M. W. Wharton
J. H. Winemiller

Subscribed and sworn to before me this the 10th day of July 1907

In Testimony Whereof, I have hereunto set my hand and seal of office.
J. D. Meadows Notary Public
My Comm. Expires Nov 24th 1909

Filed for Record at Tulsa, July 22 1907 at 1:30 o'clock P. M.
Otis Lottin Deputy Clerk and Ex-Officio Recorder.