

ARTICLES OF ASSOCIATION AND INCORPORATION

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OF
GYPSY OIL COMPANY.

P. D. W.
P. L.
C. L.
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BE IT KNOWN that we, the undersigned, F. A. Leovy, H. Y. Arnold and H. P. Langworthy, being residents of the Indian Territory, do hereby voluntarily associate ourselves together for the purpose of forming a private corporation, under, and in pursuance of an Act of Congress, approved February 18, 1901, and 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," and do hereby certify; That,

I. The name of this corporation shall be Gypsy Oil Company.

II. The purposes for which this corporation is formed is to own, hold and acquire, by grant, purchase, gift, devise and lease, oil, gas and other mineral lands in the Indian Territory, and the Territory of Oklahoma; to sink, drill and operate gas and oil wells; to sell, convey, lease and sublease oil, gas and other lands in the Indian and Oklahoma Territories, and to extract oil, gas and other minerals from under the surface of all lands owned by and acquired by it, and to generally do, perform, carry on and conduct an oil, gas and other mining business; to erect, build, construct and own reservoirs, tanks, warehouses and other receptacles for oil and gas, and, to this end, said corporation shall have power, and is hereby authorized and empowered to lease, purchase, own and acquire lands for the purpose of prospecting for oil, gas and other minerals, and to take land by grant, gift, purchase, devise and lease; to let, lease, sublease or otherwise dispose of all gas, oil and mineral rights acquired and owned by it, and to take by purchase, gift, devise, grant, lease or other conveyance oil, gas and mineral rights in and to lands situated in the Indian Territory and Oklahoma Territories; said corporation shall also have power to establish places of business in the Indian Territory and the Territory of Oklahoma, and to hold directors' meetings in such cities in the Indian and Oklahoma Territories and in such other places in the territories and states of the United States as its stockholders may deem advisable; to buy, rent, lease, sell, and sublease all machinery, tools, apparatus and appliances necessary or convenient in drilling, operating and maintaining its said oil and gas wells, and other mining rights, and to store, ship, sell and otherwise dispose of its gas, oil and other minerals.

III. The place where the principal business of this corporation shall be conducted and carried on is Tulsa, in the Western District of the Indian Territory, but such corporation shall have power, and is hereby authorized to establish branch offices in the Indian Territory, and in such other cities and towns in the United States as it may deem necessary, advantageous or expedient for the conduct and

and carrying on of its said business.

IV. The amount of the capital stock of said corporation shall be Ten Thousand (\$10,000.00) Dollars, and is divided into four hundred (400) shares of the par value of twenty five (\$25.00) dollars each, the whole of which has been subscribed by the corporators aforesaid.

V. 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 one of its members as secretary and treasurer.

VI. The first election of directors shall be held immediately after the organization of the corporation, and said directors shall serve for one (1) year, and until their successors are elected.

VII. The Board of Directors is empowered to ordain and establish all by laws and regulations necessary to the management and business of this corporation, and to alter and repeal the same at pleasure.

VIII. All deeds, leases, contracts, conveyances and other like written instruments shall be executed by the president, by and on behalf of the corporation, and attested by the secretary under the seal thereof.

IX. The first meeting of the corporators of this corporation for organization shall be held in Tulsa, Indian Territory, at the offices of the Gulf Pipe Line Company, at ten (10) o'clock, A.M. of the 22nd day of May A.D., 1907, and the subscribers hereto hereby waive written notice of the time and place of said meeting. In testimony whereof, we have hereunto set our hands on this the 22 day of May, A.D., 1907.

F. A. Leovy,
H. Y. Arnold,
H. P. Langworthy.

C E R T I F I C A T E.

WHEREAS, F. A. Leovy, H. Y. Arnold and H. P. Langworthy have associated themselves together as a body politic and corporate, to be known as Gypsy Oil Company; and,

WHEREAS, the said corporators, being the subscribers to the capital stock of the said corporation have waived the fifteen (15) days' notice required by law, and called a meeting for the organization of said company, to be held in Tulsa, Indian Territory, at the offices of the Gulf Pipe Line Company, at ten (10) o'clock, A.M. on the 22nd day of May, 1907; and,

WHEREAS, at the time and place above set out the meeting of the subscribers aforesaid, was held to organize said corporation, and elect three directors; and

at the office of _____ at _____ o'clock _____ on the _____ day of _____ 190_____