

ARTICLES OF ASSOCIATION AND INCORPORATION

of

GLENN OIL COMPANY.

BE IT KNOWN THAT we, the undersigned, H. Y. Barnes, E. C. Bothwell, F. A. Leovy and H. Y. Arnold, 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 names of this corporation shall be Glenn Oil Company.

II. The Purpose for which this corporation is formed is to produce, store and sell natural gas and crude petroleum; from time to time to do any one or more of the acts and things herein set forth; and it may conduct its business in other territories, and in the states, and in foreign countries, and may have one office, or more than one office, and keep the books of the company outside of the Indian Territory, except as otherwise may be provided by law; and may hold, purchase, mortgage and convey real and personal property, either in or out of the Indian Territory

With out any particular limiting any of the objects and powers of the corporation, it is hereby expressly declared and provided that the corporation shall have power to issue shares of stock, bonds or other obligations in payment for property purchased or acquired by it, or for any other object in or about its business; to mortgage or pledge any of its stocks, bonds or other obligations, or any property which may be acquired by it, to secure any bonds or other obligations by it issued or incurred; to guarantee any dividends, or bonds, or contracts, or other obligations to make and perform contracts of any kind and description; and, in carrying on its business, or for the purpose of attaining or furthering any of its objects, to do any and all other acts and things, and to exercise any and all powers which a partnership or natural person could do and exercise, and which now and hereinafter may be authorized by law.

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 such other cities and towns in the United States as it may deem necessary, advantageous or expedient for the conduct and carrying on of its business.

IV. The amount of the capital stock of said corporation shall be Forty Three Thousand (\$43000) Dollars, and is divided into seventeen hundred & twenty (1720) 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 four (4) 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 bylaws, and regulations necessary to the management and business of this corporation, and to alter and repeal the same at pleasure.

VIII. All deeds, leases, conveyances and other like written instruments authorized to be executed by the board of directors or stockholders of this corporation, shall be executed 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 eight o'clock P. M. of the 28th day of May, 1907, and the subscribers hereto hereby waive written notice of the time and place of said meeting.

IN WITNESS WHEREOF we have hereunto set out hands on this, the 28th day of May, 1907.

H. Y. Barnes,
E. C. Bothwell
F. A. Leovy
H. Y. Arnold.

CERTIFICATE.

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WHEREAS, H. Y. Barnes, E. C. Bothwell, F. A. Leovy and H. Y. Arnold have associated themselves together as a body politic and corporate, to be known as Glenn Oil Company; and

WHEREAS, the said corporators, being the subscribers to the capital stock of the said corporation have waived the fifteen 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 Eight o'clock P.M., on the 28th 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 four directors; and

WHEREAS, at said meeting the following named persons were elected directors, to-wit: H. Y. Barnes, E. C. Bothwell, F. A. Leovy and H. Y. Arnold; and,