BOOK 9206 PAGE 911

To: 204360301 4

IDENTIF. & REFERENCE

CERTIFICATE OF OWNERSHIP AND MERGER

94 JAN -3 AM 11:23

FELIA [illegible] REGISTER
DAVIDSON COUNTY, TN.

MERGING

MURCO STATIONS INC., A DELAWARE CORPORATION INTO MURPHY OIL CORPORATION, A DELAWARE CORPORATION

MURPHY OIL CORPORATION, a Delaware corporation (the "Company"),

DOES HEREBY CERTIFY THAT:

FIRST: The Company was incorporated in 1963 pursuant to the General Corporation Law of the State of Delaware.

SECOND: The Company owns all the outstanding shares of the capital stock of Murco Stations Inc., a corporation incorporated on June 12, 1961, pursuant to the General Corporation Law of the State of Delaware.

THIRD: The Company, by the following resolution of its Board of Directors duly adopted on October 3, 1979, and filed with the Minutes of the Board, determined to merge into itself said Murco Stations Inc.

RESOLVED, that Murco Stations Inc., a Delaware corporation, which is a wholly owned subsidiary of the Company be merged into Murphy Oil Corporation on or about November 1, 1979, with the Company acquiring all the rights and assets of, and assuming all the liabilities and obligations of Murco Stations Inc.

IN WITNESS WHEREOF, the Company has caused this certificate to be signed by its Vice President and attested by its Assistant Secretary, this 17th day of October, 1979.

ATTEST:

MURPHY OIL CORPORATION

E. T. May
E. T. May, Assistant Secretary

By John L. Solomon (L. S.)
John L. Solomon, Vice President

MURPHY OIL CORPORATION CORPORATE SEAL 1963 DELAWARE

01/03/94 01:01 OKCHEC 12.00

STATE OF ARKANSAS

COUNTY OF UNION

On this 17th day of October, 1979, before me appeared John L. Solomon, to me personally known, who, being by me duly sworn, did say that he is the Vice President of Murphy Oil Corporation and that the seal affixed to the foregoing instrument is the corporate seal of said corporation and that the instrument was signed and sealed in behalf of the corporation by authority of its Board of Directors and the said John L. Solomon acknowledged the instrument to be the free act and deed of the corporation, and stated that the facts set forth in said instrument are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year last aforesaid.

Mabel Powell
Notary Public, Union County, Arkansas

My commission expires:

January 10, 1982

Mabel Powell
Notary Public
Union County, Arkansas

93 JAN -6 AM 9:40

REGISTER OF DEEDS
DICKSON COUNTY

STATE OF TENNESSEE, DICKSON COUNTY
The foregoing instrument and certificate were noted in
Note Book P, Page 139 at 9:40 O'clock A M. 1-6 19 93
and recorded in Vol. 325, Page 314 State Tax Paid $____
Fee____ Recording Fee 12.00 Total $ 12.00
Witness My Hand
Receipt No. 66
Register Glenn Johnson

em

BOOK 9206 PAGE 913

State of DELAWARE

Office of SECRETARY OF STATE

I, Glenn C. Kenton *Secretary of State of the State of Delaware, do hereby certify that the above and foregoing is a true and correct copy of*

Certificate of Ownership of the "MURPHY OIL CORPORATION", merging "MURCO STATIONS INC.", pursuant to Section 253 of the General Corporation Law of the State of Delaware, as received and filed in this office the twenty-sixth day of October, A.D. 1979, at 10 o'clock A.M.

In Testimony Whereof, *I have hereunto set my hand and official seal at Dover this* twenty-sixth *day of* October *in the year of our Lord one thousand nine hundred and* seventy-nine.

Glenn C. Kenton

Glenn C. Kenton, Secretary of State

FORM 121