

CERTIFICATE OF MERGER
OF
TOC-PACIFIC COAST INC.
INTO
ATLANTIC RICHFIELD COMPANY

11-22-88

Pursuant to Section 251 of
the Delaware General Corporation Law

Atlantic Richfield Company, a corporation organized and
existing under and by virtue of the General Corporation Law of
the State of Delaware DOES HEREBY CERTIFY:

FIRST: That the name and state of incorporation of
each of the constituent corporations in the merger is as
follows:

<u>Name</u>	<u>State of Incorporation</u>
TOC-Pacific Coast Inc.	Delaware
Atlantic Richfield Company	Delaware

SECOND: That an Agreement of Merger between the
parties to the merger has been approved, adopted, certified,
executed and acknowledged by each of the constituent
corporations in accordance with the requirements of

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subsections (c) and (f) of Section 251 of the General Corporation Law of the State of Delaware.

THIRD: That the name of the surviving corporation is:

Atlantic Richfield Company

FOURTH: That the certificate of incorporation of the surviving corporation, Atlantic Richfield Company, shall be its certificate of incorporation.

FIFTH: That the executed Agreement of Merger is on file at the principal place of business of the surviving corporation at the following address:

Atlantic Richfield Company
515 South Flower Street
Los Angeles, California

SIXTH: That a copy of the Agreement of Merger will be furnished by the surviving corporation, on request and

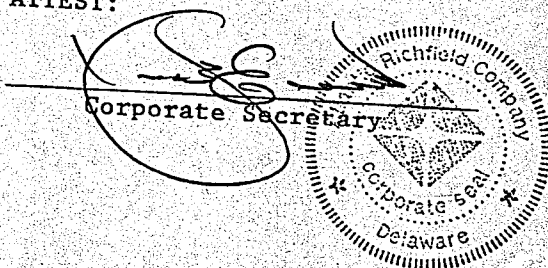
22027

without cost, to any stockholder of any constituent corporation.

Dated this 23rd day of November, 1988.

Robert E. Wycoff
President

ATTEST:



Documentary Transfer Tax No Value Consideration

Computed on Full Value of Property Conveyed

Vicki McCormick

ATLANTIC RICHFIELD COMPANY

Signature of Declarant or Agent - Firm Name
Determining Tax.

Ref: ARCO OIL AND GAS COMPANY
P. O. BOX 147
BAKERSFIELD, CA 93302
ATTN: LAND DEPARTMENT

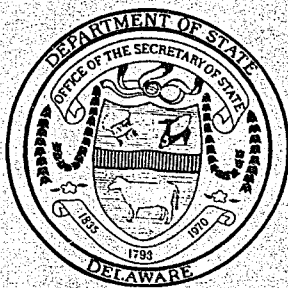
State of Delaware



Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER OF "TOC-PACIFIC COAST INC." MERGING WITH AND INTO "ATLANTIC RICHFIELD COMPANY" UNDER THE NAME OF "ATLANTIC RICHFIELD COMPANY" AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-THIRD DAY OF NOVEMBER, A.D. 1988, AT 12:30 O'CLOCK P.M.

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Michael Harkins
Michael Harkins, Secretary of State

AUTHENTICATION: 11961911

DATE: 12/06/1988

STATE OF OREGON: COUNTY OF KLAMATH: ss.

Filed for record at request of _____ the _____ 28th day
of _____ Dec. A.D. 19 88 at 11:41 o'clock _____ A.M., and duly recorded in Vol. M88
of _____ Miscellaneous _____ on Page 22025

FEE \$23.00

Evelyn Biehn, County Clerk

By *Claudia Mullendore*