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File Number 1020 591 5 5 86126528

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Whereas, APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY OF
CHEVRON U.S.A. INC.

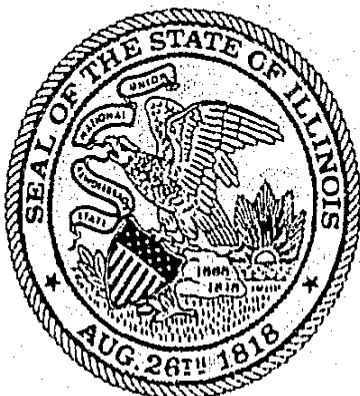
INCORPORATED UNDER THE LAWS OF THE STATE OF PENNSYLVANIA HAS BEEN
FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE
BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

86126528

*Now Therefore, I, Jim Edgar, Secretary of State of the State
of Illinois, by virtue of the powers vested in me by law, do hereby
issue this certificate and attach hereto a copy of the Application
of the aforesaid corporation.*

In Testimony Whereof, I hereto set my hand and cause to
be affixed the Great Seal of the State of Illinois,

at the City of Springfield, this 27th
day of MARCH A.D. 1986 and
of the Independence of the United States
the two hundred and 10th.



Jim Edgar
SECRETARY OF STATE

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Property of Cook County Clerk's Office

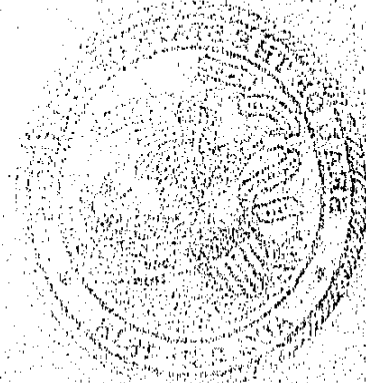
APPLICATION FOR LICENSED CERTIFICATE OF AUTHORITY OF

CHRYSLER FINANCIAL GROUP

INCORPORATED UNDER THE LAWS OF THE STATE OF PENNSYLVANIA HAS BEEN
FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE
BUSINESS CORPORATION ACT OF PENNSYLVANIA, IN FORCE JULY 1, 1984.

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DATE OF EXPIRATION



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1020-591-3

BCA-13.40 (Rev. Jul. 1984)

File #

JIM EDGAR
Secretary of State
State of Illinois

This Space For Use By Secretary of State

Date 3-31-86

License Fee \$

Franchise Tax \$

Filing Fee \$ 25.00

Penalties \$

Clerk [Signature]

Submit in Duplicate

Remit payment in Check or Money Order, payable to "Secretary of State"

DO NOT SEND CASH!

APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS IN ILLINOIS

Pursuant to the provisions of "The Business Corporation Act of 1983", the undersigned corporation hereby applies for an amended certificate of authority to transact business in the State of Illinois and submits the following statement.

1. The name of the corporation is GULF OIL CORPORATION

and, if a change of name is being reported, the new corporate name is CHEVRON U.S.A. INC.

2. State or Country of Incorporation Pennsylvania; Date of Incorporation 8/9/22; Period of Duration Perpetual

3. The address of its principal office, wherever located, is 225 Bush Street, San Francisco, California 94104

and the address of its principal office in Illinois is None

4. The name and address of its registered agent and its registered office are:

Registered Agent C T CORPORATION SYSTEM

First Name	Middle Name	Last Name
<u>c/o C T CORPORATION SYSTEM, 208 S. La Salle Street</u>		
<u>Chicago</u>	<u>60604</u>	<u>Cook</u>
<u>City</u>	<u>Zip Code</u>	<u>County</u>

5. The states and countries in which it is admitted or qualified to transact business are: All states and the District of Columbia, Guam and Puerto Rico.

6. The names and residential addresses of its officers and directors are:

	No. & Street	City	State	Zip
President	See attached rider.			
Secretary				
Director				
Director				
Director				

If more than 3, attach list

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Form BCA-13.40

File No.

APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS IN ILLINOIS

Filing Fee \$25

NOTE: If a certified copy of an amendment is attached hereto, such has an additional \$25 fee.

FILED

MAR 27 1986

JIM EDGAR
Secretary of State

RETURN TO:

Corporation Department
Secretary of State
Springfield, Illinois 62756
Telephone 217-782-6961

RECORDING DESK

BOX 170

7. The purpose or purposes for which it is organized and which it proposes to pursue in the transac-
tion of business in this State are:
Exploration, producing, transportation, refining and marketing
of petroleum and its products.

8. The number of shares which it is authorized to issue and which it has issued are:

Class	Number of Shares	Par Value	No. Par Value
Common	1,000	1.00	144

A declaration as to a par value is optional, unless the articles of incorporation make a declaration. When no reference to par value is desired, indicate "n/a".

9. The amount of paid-in capital is \$ 7,045,412.634

10. This application is accompanied by a copy of the articles of amendment to the articles of incorpora-
tion, if any, as evidence of any change of name, duration or purpose reported herein, such copy
being duly authenticated by the proper officer of the State or Country wherein the corporation is
incorporated, which certification is not more than ninety (90) days old.

The undersigned corporation has caused this application to be signed in its name by its duly author-
ized officers, each of whom affirm, under penalties of perjury, that the facts stated herein are true.

Dated: JULY 31, 1985

attested by: *[Signature]*
G.B. SECOR
ASSISTANT SECRETARY

by: *[Signature]*
Paul R. Larson
Vice-President

(Type or Print Name and Title)

(Type or Print Name and Title)

(Signature of Secretary or Assistant Secretary)

(Signature of President or Vice President)

(Exact Name of Corporation)

CHEVRON U.S.A. INC.

C-196

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CHEVRON U.S.A. INC.
575 Market Street
San Francisco, CA 94105

List of Officers and Directors

Name	Office	Business Address
J. R. Sylla	*President	575 Market Street, San Francisco, California 94105
W. J. Price	*Senior Vice President	575 Market Street, San Francisco, California 94105
A. V. Martini	*Senior Vice President	575 Market Street, San Francisco, California 94105
F. W. Bradley	Vice President	1700 "K" St. N.W., Suite 1204, Washington, D.C. 20006
W. E. Crain	Vice President	575 Market Street, San Francisco, California 94105
L. E. Elkins	Vice President	575 Market Street, San Francisco, California 94105
R. L. Hartung	Vice President	575 Market Street, San Francisco, California 94105
D. G. Henderson	*Vice President	575 Market Street, San Francisco, California 94105
P. S. Hobin	*Vice President	575 Market Street, San Francisco, California 94105
P. R. Larson	Vice President	575 Market Street, San Francisco, California 94105
C. H. Mackdanz	Vice President	575 Market Street, San Francisco, California 94105
M. A. Smith	Vice President	575 Market Street, San Francisco, California 94105
R. F. Walsh	Vice President	575 Market Street, San Francisco, California 94105
J. T. Cameron	Regional Vice President	6001 Bollinger Canyon Road San Ramon, California 94583-0938
R. E. Galvin	Regional Vice President	P.O. Box 1635, Houston, Texas 77251
D. T. Magee	Regional Vice President	780 South Colorado Blvd., Glendale, Colorado 80222
R. L. McGannon	Regional Vice President	935 Gravier St., New Orleans, Louisiana 70112
O. F. Murphy	Regional Vice President	P.O. Box 2437, Los Angeles, California 90051
D. N. Maytum	Secretary	225 Bush Street, San Francisco, California 94104
A. D. Cornwall	Treasurer	575 Market Street, San Francisco, California 94105
M. R. Kitten, Jr.	Comptroller	575 Market Street, San Francisco, California 94105
R. B. Marsh	General Tax Counsel	575 Market Street, San Francisco, California 94105
J. J. Anders	Assistant Secretary	6001 Bollinger Canyon Road, San Ramon, California 94583-0938
R. F. Dauriel	Assistant Secretary	575 Market Street, San Francisco, California 94105
G. H. Dearing	Assistant Secretary	935 Gravier Street, New Orleans, Louisiana 70112
B. T. Dumas	Assistant Secretary	1200 State Street, Perth Amboy, New Jersey 08861
M. F. Fitzgibbon	Assistant Secretary	780 South Colorado Blvd., Glendale, Colorado 80222
Clair Chylin	Assistant Secretary	420 North Wiget Lane, Walnut Creek, California 94598
W. L. Hadley	Assistant Secretary	780 South Colorado Blvd., Glendale, Colorado 80222
R. A. Henderson	Assistant Secretary	935 Gravier Street, New Orleans, Louisiana 70112
C. R. Laizer	Assistant Secretary	1200 State Street, Perth Amboy, New Jersey 08861
K. F. Keenan	Assistant Secretary	780 South Colorado Blvd., Glendale, Colorado 80222
C. O. Lange	Assistant Secretary	1200 State Street, Perth Amboy, New Jersey 08861
W. K. Lauritsen	Assistant Secretary	780 South Colorado Blvd., Glendale, Colorado 80222
G. A. Midgley	Assistant Secretary	1200 State Street, Perth Amboy, New Jersey 08861
W. Montgomery	Assistant Secretary	780 South Colorado Blvd., Glendale, Colorado 80222
A. G. Ollwerther	Assistant Secretary	2003 Diamond Blvd., Concord, California 94520
J. B. Preston	Assistant Secretary	225 Bush Street, San Francisco, California 94104
P. J. Robertson	Assistant Secretary	935 Gravier Street, New Orleans, Louisiana 70112
G. B. Secor	Assistant Secretary	6001 Bollinger Canyon Road, San Ramon, California 94583-0938
T. Tapitch	Assistant Secretary	780 South Colorado Blvd., Glendale, Colorado 80222
H. P. Walker	Assistant Secretary	225 Bush Street, San Francisco, California 94105
B. M. Wohl	Assistant Secretary	225 Bush Street, San Francisco, California 94105
M. D. Ely	Assistant Treasurer	575 Market Street, San Francisco, California 94105
M. J. McAuley	Assistant Treasurer	225 Bush Street, San Francisco, California 94104
G. A. Schilling	Assistant Treasurer	225 Bush Street, San Francisco, California 94104
H. B. Sheppard	Assistant Treasurer	225 Bush Street, San Francisco, California 94104
D. P. Smay	Assistant Treasurer	225 Bush Street, San Francisco, California 94104

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Director's Term Expires: On next annual meeting of stockholders or upon election or appointment of successor.

Officers's Term Expires: On next annual meeting of Board of Directors or upon election or appointment of successor.

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2011 APR 10 10:03 AM
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FILED

MAR 27 1986

JIM EDGAR
Secretary of State

RECORDING DESK
BOX 170

-86-126528

[Faint, mostly illegible text from a document, possibly a list of names and titles, is visible in the background.]

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PROPERTY OF COOK COUNTY CLERK'S OFFICE

PROPERTY OF COOK COUNTY CLERK'S OFFICE
RECORDING DESK
BOX 170