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RESOLVED, that General Petroleum Corporation be merged into Socony Mobil Oil Company, Inc., and that Socony Mobil Oil Company, Inc. assume all of the obligations of General Petroleum Corporation; and

FURTHER RESOLVED, that the President or a vice president, and the Secretary or the Treasurer, of this Corporation be and they hereby are authorized and directed (a) to make and execute, in the name and under the corporate seal of this Corporation, and to cause to be filed in the Department of State of the State of New York and in the office of the Secretary of State of the State of Delaware, respectively, certificates of ownership and merger, setting forth the ownership by this Corporation of all of the outstanding shares of the capital stock of General Petroleum Corporation, a copy of the resolutions of the Board of Directors of this Corporation to merge said General Petroleum Corporation into this Corporation and to assume all of its obligations, and the date of adoption thereof, and containing such other provisions, respectively, as may be required by applicable laws of the States of New York and Delaware, and (b) to do all such other acts and things as they may deem necessary or advisable to effect such merger.

5. That Socony Mobil Oil Company, Inc. survives the merger and may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of General Petroleum Corporation as well as for enforcement of any obligation of the surviving corporation arising from the merger, including any suit or other proceeding to enforce the right of any stockholder as determined in appraisal proceedings pursuant to the provisions of Section 262 of Title 8 of the Delaware Code of 1953, and it does hereby irrevocably appoint the Secretary of State of Delaware as its agent to accept service of process in any such suit or other proceeding. The address to which a copy of such process shall be mailed by the Secretary of State of Delaware is The Corporation Trust Company, 100 West 10th Street, Wilmington 99, Delaware, until the surviving corporation shall have hereafter designated in writing to the said Secretary of State a different address for such