

B485 1797
RECEIPT AND CERTIFICATE No 14441

BUCKEYE PIPE LINE COMPANY.

NAME

329198

NUMBER

DOMESTIC CORPORATIONS

MISCELLANEOUS FILINGS

ARTICLES OF INCORPORATION
AMENDMENT

ANNEXATION INCORPORATION—CITY
OR VILLAGE

MERGER/CONSOLIDATION

RESERVATION OF CORPORATE NAMES

DISSOLUTION

REGISTRATION OF NAME

AGENT

REGISTRATION OF NAME RENEWALS

RE-INSTATEMENT

REGISTRATION OF NAME CHANGE
OF REGISTRANTS ADDRESS

CERTIFICATES OF CONTINUED
EXISTENCE

TRADE MARK

MISCELLANEOUS

TRADE MARK RENEWAL

SERVICE MARK

FOREIGN CORPORATIONS

SERVICE MARK RENEWAL

LICENSE

MARK OF OWNERSHIP

AMENDMENT

MARK OF OWNERSHIP RENEWAL

SURRENDER OF LICENSE

EQUIPMENT CONTRACT/CHATTEL
MORTGAGE

APPOINTMENT OF AGENT

POWER OF ATTORNEY

CHANGE OF ADDRESS OF AGENT

SERVICE OF PROCESS

CHANGE OF PRINCIPAL OFFICE

MISCELLANEOUS

RE-INSTATEMENT

ASSIGNMENT—TRADE MARK, MARK
OF OWNERSHIP, SERVICE MARK,
REGISTRATION OF NAME

FORM 7

PENALTY

I certify that the attached document was received and filed in the office of TED W. BROWN, Secretary of State, at Columbus, Ohio, on the 22nd day of Dec. A. D. 1966, and recorded on Roll B485 1797 at Frame 1797 in the RECORDS OF INCORPORATION and MISCELLANEOUS FILINGS.

Ted W. Brown

TED W. BROWN,
Secretary of State

Filed by and Returned To: The Corporation Trust Company

277 Park Ave.

New York, New York 10017 Att: John R. Kirchner

FEE RECEIVED: \$ 25.00

NAME: BUCKEYE PIPE LINE COMPANY

313-87

B485 . 1798

329198
APPROVED
By H.H.P.
Date 12/22/66
Amount 25.00
313-87

CERTIFICATE OF MERGER

Between

BUCKEYE PIPE LINE COMPANY

and

LONG ISLAND PIPE LINE CORPORATION

Jonathan O'Herron VICE-President, and
K.T. Roberts ASS'T. Secretary of Buckeye Pipe Line Company,
an Ohio corporation, and A.J. Helmbrecht, President and
B.A. Towle, Jr., Secretary of Long Island Pipe Line Cor-
poration, a Delaware corporation, do hereby certify that the
Executive Committee of the Board of Directors of Buckeye Pipe
Line Company in writing dated November 16, 1966, approved the
Agreement of Merger dated November 16, 1966, between Buckeye
Pipe Line Company and Long Island Pipe Line Corporation, being
the Agreement of Merger to which this Certificate of Merger is
attached, and that the approval of the shareholders of Buckeye
is not required by reason of Section 1701.831, Ohio Revised Code;
that a meeting of the Board of Directors of Long Island Pipe Line
Corporation was duly called and held November 9, 1966, at which
meeting a quorum was present, and that at said meeting by unani-
mous vote said Board approved the Agreement of Merger dated
November 16, 1966, by and between Buckeye Pipe Line Company and
Long Island Pipe Line Corporation, being the Agreement of Merger
to which this Certificate is attached, and that the authorization
of the merger by shareholders of Long Island Pipe Line Corporation
is not required, Long Island Pipe Line Corporation being a wholly
owned subsidiary of Buckeye Pipe Line Company; and that by reason
of the foregoing, said Agreement of Merger dated November 16, 1966,
between Buckeye Pipe Line Company and Long Island Pipe Line Cor-
poration has been duly adopted in compliance with the laws of
the State of Ohio and the State of Delaware.

IN WITNESS WHEREOF, said Jonathan O'Herron, VICE-
President and K.T. Roberts ASS'T. Secretary of Buckeye
Pipe Line Company and A.J. Helmbrecht, President and B.
A. Towle, Jr. Secretary of Long Island Pipe Line Corporation acting
for and on behalf of said corporations have hereunto subscribed
their names and caused the seals of their respective corporations
to be hereunto affixed this 16th day of December, 1966.

LONG ISLAND PIPE LINE CORPORATION

BUCKEYE PIPE LINE COMPANY

By A.J. Helmbrecht
President

By Jonathan O'Herron
VICE-President

By B.A. Towle, Jr.
Secretary

By K.T. Roberts
ASS'T. Secretary

B485 1799

JOINT PLAN AND AGREEMENT OF MERGER

BUCKEYE PIPE LINE COMPANY

LONG ISLAND PIPE LINE CORPORATION

This Joint Plan and Agreement of Merger by and between BUCKEYE PIPE LINE COMPANY, an Ohio corporation whose Articles of Incorporation were filed in the office of the Secretary of the State of Ohio, April 8, 1964 (hereinafter called "Buckeye"), and LONG ISLAND PIPE LINE CORPORATION, a Delaware corporation whose Certificate of Incorporation was filed with the Secretary of the State of Delaware on May 7, 1957 (hereinafter called "Long Island");

W I T N E S S E T H

WHEREAS, Buckeye is authorized to have outstanding 14,000 shares of stock, all of which are now issued and outstanding; and

WHEREAS, Long Island is authorized to have outstanding 20,000 shares of capital stock, all of which are now issued, outstanding and all owned by Buckeye; and

WHEREAS, the Boards of Directors of Buckeye and Long Island (such corporations being hereinafter sometimes called "Constituent Corporations") have approved this Joint Plan and Agreement of Merger (hereinafter called "Agreement");

NOW, THEREFORE, Buckeye and Long Island do hereby mutually agree that, pursuant to the applicable statutes of Ohio and Delaware, and subject to the conditions hereinafter set forth, Long Island shall be merged into Buckeye (which shall be the

surviving corporation) and that the terms and conditions of such merger be as follows:

I. The merger, being in compliance with Section 1701.831, Ohio Revised Code, does not require the approval of the shareholders of Buckeye.

II. The terms of the merger and the mode of carrying it into effect shall be as follows:

a. All outstanding shares of Long Island shall be canceled.

b. Each issued and outstanding share of the common stock of Buckeye shall continue to be one share of the common stock of The Corporation.

c. For accounting purposes, there will be a pooling of interests and a consolidation of accounts of the Constituent Corporations.

The earned surplus shall be the combined earned surplus of the constituent corporations.

III. A Certificate of Ownership and Merger shall be executed and delivered to the Secretary of State of the State of Delaware, pursuant to Section 253 of the Delaware Corporation Law and a Certificate of Merger, to which a copy of this Agreement shall be attached, shall be filed in the office of the Secretary of State of Ohio Pursuant to Section 1701.80 of the Ohio Revised Code.

IV. As the Corporation is and on the effective date of the merger will continue to be a public utility under the Laws of Ohio, no Statutory Agent has been appointed or is herein designated.

IN WITNESS WHEREOF, the parties hereto have caused this Joint Plan and Agreement of Merger to be executed this 16th day of December, 1966.

BUCKEYE PIPE LINE COMPANY

ATTEST:

K. Roberts
ASS'T Secretary

By Jonathan C. McKen
VICE President

LONG ISLAND PIPE LINE CORPORATION

ATTEST:

B. A. [Signature]
Secretary

By [Signature]
President