

RECORDING REQUESTED BY:

Valerie B. Pearson

AND WHEN RECORDED MAIL TO:

Valerie B. Pearson  
Freeport-McMoRan Oil & Gas  
717 Texas, Suite 2100  
Houston, Texas 77002

**DOC # 0145605**

06/13/2014

02:38 PM

**Official Record**

Recording requested By  
FREEPORT-MCMORAN OIL & GAS

**Lincoln County - NV**  
**Leslie Boucher - Recorder**

Fee: \$43.00

Page 1 of 5

RPTT:

Recorded By: HB

Book- 287 Page- 0665



0145605

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CERTIFICATE OF AMENDMENT TO THE CERTIFICATE OF FORMATION OF POGO PRODUCING COMPANY LLC

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(TITLE OF DOCUMENT)

This page added to provide adequate space for recording information  
(Additional recording fee applies)



OFFICER'S CERTIFICATE

July 12, 2012

I, Kimberly O Warnica, Assistant Secretary of PXP Producing Company LLC (formerly known as "Pogo Producing Company LLC"), do hereby certify the attached is a true and correct copy of the certificate of amendment of "Pogo Producing Company LLC" changing its name from "Pogo Producing Company LLC" to "PXP Producing Company LLC"

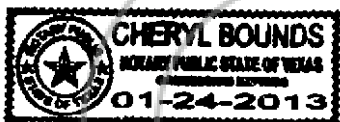
PXP PRODUCING COMPANY LLC

*Kimberly O Warnica*  
Kimberly O Warnica  
Assistant Secretary

STATE OF TEXAS

COUNTY OF HARRIS

On this the 12<sup>th</sup> day of July, 2012 before me, the undersigned officer, personally appeared Kimberly O Warnica known to me (or satisfactorily proven) to be the person whose name is subscribed as Assistant Secretary for PXP PRODUCING COMPANY LLC, and acknowledged that she, being authorized so to do, executed the foregoing instrument as the act of her principal for the purposes therein contained, by signing the name of the respective entities



*Cheryl Bounds*  
Notary Public  
State of Texas

My Commission Expires 1-24-2013

CERTIFIED COPY CERTIFICATE

STATE OF TEXAS  
COUNTY OF GALVESTON

The foregoing is a true and correct photographic copy of the original record now in my lawful custody and possession, as the same is recorded in the Official Public Records in my office and having Identification Number as stamped hereon.

I hereby certify on November 19, 2012



DWIGHT D. SULLIVAN, COUNTY CLERK  
GALVESTON COUNTY, TEXAS

BY: *Gerald L Durlinger* DEPUTY  
GERALD L. DURFLINGER

# Delaware

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "POGO PRODUCING COMPANY LLC", CHANGING ITS NAME FROM "POGO PRODUCING COMPANY LLC" TO "PKP PRODUCING COMPANY LLC", FILED IN THIS OFFICE ON THE NINETEENTH DAY OF JUNE, A.D. 2012, AT 6:58 O'CLOCK P.M.

4389157 8100

120755748

You may verify this certificate online at [corp.delaware.gov/othervr.shtml](http://corp.delaware.gov/othervr.shtml)



*Jeffrey W. Bullock*  
Jeffrey W. Bullock Secretary of State  
AUTHENTICATION: 9655376

DATE: 06-19-12

### CERTIFIED COPY CERTIFICATE

STATE OF TEXAS  
COUNTY OF GALVESTON

The foregoing is a true and correct photographic copy of the original record now in my lawful custody and possession, as the same is recorded in the Official Public Records in my office and having Identification Number as stamped hereon.

I hereby certify on November 19, 2012



DWIGHT D. SULLIVAN, COUNTY CLERK  
GALVESTON COUNTY, TEXAS

BY: *Gerald L. Dürflinger* DEPUTY  
GERALD L. DÜRFLINGER



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Book: 237  
Page: 662

06/13/2014  
Case: 4217

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 07:48 PM 06/19/2012  
FILED 06:58 PM 06/19/2012  
SRV 120735748 - 4399157 FILE

**CERTIFICATE OF AMENDMENT  
TO THE  
CERTIFICATE OF FORMATION  
OF  
POGO PRODUCING COMPANY LLC**

This Certificate of Amendment to the Certificate of Formation of Pogo Producing Company LLC (the "LLC"), dated as of June 19, 2012, is being duly executed and filed by the undersigned, as an authorized person, to amend the Certificate of Formation of the LLC pursuant to Section 18-202 of the Delaware Limited Liability Company Act

**FIRST** The name of the limited liability company is Pogo Producing Company LLC. The original Certificate of Formation of the LLC was filed with the Secretary of State of the State of Delaware on July 16, 2007

**SECOND.** Article First of the Certificate of Formation of the LLC is hereby amended and restated in its entirety to read as follows

**"FIRST** The name of the limited liability company formed hereby is.

**PXP Producing Company LLC "**

**[Remainder of page intentionally left blank.]**

**CERTIFIED COPY CERTIFICATE**

STATE OF TEXAS  
COUNTY OF GALVESTON

The foregoing is a true and correct photographic copy of the original record now in my lawful custody and possession, as the same is recorded in the Official Public Records in my office and having Identification Number as stamped hereon.

I hereby certify on November 19, 2012



DWIGHT D. SULLIVAN, COUNTY CLERK  
GALVESTON COUNTY, TEXAS

BY:

*Gerald L. Durlinger*  
GERALD L. DURFLINGER

DEPUTY



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IN WITNESS WHEREOF, the undersigned has exercised, signed and acknowledged this Certificate of Amendment as of the date first above written

POGO PRODUCING COMPANY LLC

By: *[Signature]*  
Name John F Wombwell  
Title Vice President & Secretary

FILED AND RECORDED



OFFICIAL PUBLIC RECORDS

*[Signature]*  
2012042176

August 07, 2012 10 33 44 AM

FEE \$28.00

Dwight D Sullivan, County Clerk  
Galveston County, TEXAS

CERTIFIED COPY CERTIFICATE

STATE OF TEXAS  
COUNTY OF GALVESTON

The foregoing is a true and correct photographic copy of the original record now in my lawful custody and possession, as the same is recorded in the Official Public Records in my office and having Identification Number as stamped hereon.

I hereby certify on November 19, 2012



DWIGHT D. SULLIVAN, COUNTY CLERK  
GALVESTON COUNTY, TEXAS

BY: *[Signature]* DEPUTY  
GERALD L. DURFLINGER