

416458

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

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To:

Division of Corporations
Fax Number : (850) 617-6380

From:

Account Name : CLARK, PARTINGTON, HART AND HART
Account Number : 071201002016
Phone : (850) 434-9200
Fax Number : (850) 432-7340

Amnd/NC
APR 17 2013
R. WHITE

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: scampbell@cphlaw.com

RECEIVED

13 APR 12 AM 8:03

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**COR AMND/RESTATE/CORRECT OR O/D RESIGN
PHILLIPS OIL, INC.**

Certificate of Status	1
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

13 APR 16 AM 11:18

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APR/16/2013/TUE 09:45 AM CPH Destin

FAX No. 850 850 3305

P. 001

850-617-6381

FAX: 850 432 3340
4/15/2013 3:29:30 PM PAGE 1/001 FAX DELIVER

APR 15 2013 15:28
17001 FAX DELIVER

P. 01

Page 1 of 10

Dear Ms White,

Please see
enclosed letter
from Phillips Energy, LLC
authorizing name change
for Phillips Energy, Inc.

Thanks,

Dee Whitener

850-650-3304



April 15, 2013

FLORIDA DEPARTMENT OF STATE
Division of Corporations

PHILLIPS ENERGY, LLC
66 N. HOLIDAY ROAD
MIRAMAR BEACH, FL 32550US

SUBJECT: PHILLIPS ENERGY, LLC
REF: L12000144040

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

If you have any questions concerning this matter, please either respond in writing or call (850) 245-6050.

Rebekah White
Regulatory Specialist

Letter Number: 313A00008954

Spoke w/ Darlene Connell. 4/15/13

Letter - [LLC is owned by same principals/corp
stating same people in LLC & Inc.
we give permission for corp to use similar name

Attn: Rebekah White

(850) 617-6380 fax

P.O. BOX 6327 - Tallahassee, Florida 32314

RECEIVED
13 APR 16 PM 8:09
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Phillips Energy, LLC

42 Business Centre Dr., Suite 101, Miramar Beach, FL 32550
Voice: 850-460-2601 • Fax: 850-460-2605

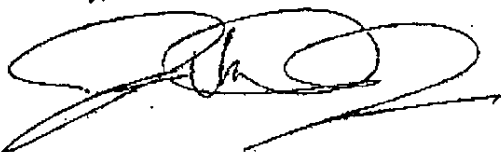
Tuesday, April 16, 2013

RE: Request by Phillips Oil, Inc. to change its name to Phillips Energy, Inc.

To Whom It May Concern,

The purpose of this letter is to grant permission to Phillips Oil, Inc. to change its name to Phillips Energy, Inc. Both companies are subsidiaries of the same parent corporation and we desire the name change. Please feel free to contact me if you have any questions.

Sincerely,

A handwritten signature in black ink, appearing to read 'Joe Dobson', with a large, stylized flourish extending from the end of the signature.

Joe Dobson
Manager
Phillips Energy, LLC

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Phillips Oil, Inc.

DOCUMENT NUMBER: 416458

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Scott M. Campbell

Name of Contact Person

Clark Partington Hart

Firm/ Company

34990 Emerald Coast Pkwy, Ste 101

Address

Destin, FL 32541

City/ State and Zip Code

scampbell@cphlaw.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Scott M. Campbell

Name of Contact Person

at (850) 650-3304

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☒ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

H13000082946 3

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13 APR 16 AM 11:18

Articles of Amendment
to
Articles of Incorporation
ofSECRETARY OF STATE
TALLAHASSEE, FLORIDA

Phillips Oil, Inc.

(Name of Corporation as currently filed with the Florida Dept. of State)

416458

(Document Number of Corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

Phillips Energy, Inc.

The new name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.," or the designation "Corp.," "Inc.," or "Co.". A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."

B. Enter new principal office address, if applicable:
(Principal office address MUST BE A STREET ADDRESS)

42 Business Centre Dr.

Suite 101

Miramar Beach, FL 32550

C. Enter new mailing address, if applicable:
(Mailing address MAY BE A POST OFFICE BOX)

42 Business Centre Dr.

Suite 101

Miramar Beach, FL 32550

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent Scott M. Campbell

34990 Emerald Coast Pkwy, Ste 301

(Florida street address)

New Registered Office Address: Destin, Florida 32541

(City)

(Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.


Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V = Vice President; T = Treasurer; S = Secretary; D = Director; TR = Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

☒ Change PT John Doe
☐ Remove V Mike Jones
☒ Add SV Sally Smith

Type of Action (Check One)	Title	Name	Address
1) <input type="checkbox"/> Change <input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove	<u>PD</u>	<u>Gregg Harrod</u>	<u>806 Highway 90 W</u> <u>Crestview, FL 32536</u>
2) <input type="checkbox"/> Change <input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove	<u>VD</u>	<u>Rob Erickson</u>	<u>806 Highway 90 W</u> <u>Crestview, FL 32536</u>
3) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>PD</u>	<u>Rupert E. Phillips</u>	<u>42 Business Centre Dr.</u> <u>Suite 101</u> <u>Miramar Beach, FL 32550</u>
4) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>VD</u>	<u>Ryan E. Phillips</u>	<u>42 Business Centre Dr.</u> <u>Suite 101</u> <u>Miramar Beach, FL 32550</u>
5) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>V</u>	<u>Debora L. Link</u>	<u>42 Business Centre Dr.</u> <u>Suite 101</u> <u>Miramar Beach, FL 32550</u>
6) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>V</u>	<u>Brian Clapp</u>	<u>42 Business Centre Dr.</u> <u>Suite 101</u> <u>Miramar Beach, FL 32550</u>

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V = Vice President; T = Treasurer; S = Secretary; D = Director; TR = Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

☒ Change PT John Doe
☒ Remove V Mike Jones
☒ Add SV Sally Smith

Type of Action (Check One)	Title	Name	Address
1) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	TS	Alan Payne	42 Business Centre Dr. Suite 101 Miramar Beach, FL 32550
2) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	D	Sandra K. Phillips	42 Business Centre Dr. Suite 101 Miramar Beach, FL 32550
3) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	D	Bobbi A. Phillips Roe	42 Business Centre Dr. Suite 101 Miramar Beach, FL 32550
4) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	D	Regan Phillips	42 Business Centre Dr. Suite 101 Miramar Beach, FL 32550
5) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	D	Joe Dobson	42 Business Centre Dr. Suite 101 Miramar Beach, FL 32550
6) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	D	Fred McLaughlin	42 Business Centre Dr. Suite 101 Miramar Beach, FL 32550

E. If amending or adding additional Articles, enter change(s) here:

(Attach additional sheets, if necessary). (Be specific)

F. If an amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself:

(if not applicable, indicate N/A)

The date of each amendment(s) adoption: March 29, 2013Effective date (if applicable): _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

☒ The amendment(s) was/were adopted by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.☐ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval

by _____"
(voting group)☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.Dated 4-10-13Signature R. E. Phillips

(By a director, president or other officer (if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

ROBERT E. PHILLIPS
(Typed or printed name of person signing)President

(Title of person signing)