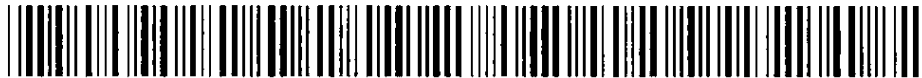


Florida Department of State
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Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

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Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)617-6383

From:

Account Name : DEAN, MEAD, EGERTON, BLOODWORTH, CAPOUANO & BOZARTH, P.A.
Account Number : 076077001702
Phone : (407)841-1200
Fax Number : (407)423-1831

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

Email Address: avanhoef@hilcorp.com

2022 Dec 8 10:31

**FOREIGN PROFIT/NONPROFIT CORPORATION
HILCORP ENERGY COMPANY**

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

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AND
FILED

DEC 09 2022
K. Brumby

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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: HILCORP ENERGY COMPANY

Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Alia Van Hoef, Legal Counsel

Name of Person

Hilcorp Energy Company

Firm/Company

1111 Travis Street

Address

Houston, TX 77002

City/State and Zip code

avanhoef@hilcorp.com

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

For further information concerning this matter, please call:

Alia Van Hoef

at (713) 289-2993

Name of Person

Area Code

Daytime Telephone Number

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

MAILING ADDRESS:

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

Enclosed is a check for the following amount:

Please make check payable to: FLORIDA DEPARTMENT OF STATE

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. HILCORP ENERGY COMPANY

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Texas 3. 76-0244942
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. March 14, 1988 5.
(Date of incorporation) (Date of duration, if other than perpetual)

6. 2022
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 1111 Travis Street, Houston, Texas 77002
(Principal office street address)

P.O. Box 61229, Houston, Texas 77208-1229
(Current mailing address, if different)

8. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: C T Corporation System

Office Address: 1200 S. Pine Island Road

Plantation, Florida 33324
(City) (Zip code)

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FILED
APPROVED AND

9. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Jeanne Nelson

(Registered agent's signature) Jeanne Nelson-Asst. Secy

10. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

11. For initial indexing purposes, list names, titles and addresses of the primary officers and/or directors [up to six (6) total]:

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A. DIRECTORS

Chairman Name: Jeffery D. Hildebrand

Vice Chairman Address: P.O. Box 61229

Director Houston, TX 77208-1229

President _____

Vice President _____

Secretary _____ Treasurer _____

Other Executive Chairman Other _____

Chairman Name: Greg Lalicker

Vice Chairman Address: P.O. Box 61229

Director Houston, TX 77208-1229

President _____

Vice President _____

Secretary _____ Treasurer _____

Other Chief Executive Officer Other _____

Chairman Name: Shelbie DeZell

Vice Chairman Address: P.O. Box 61229

Director Houston, TX 77208-1229

President _____

Vice President _____

Secretary _____ Treasurer _____

Other Senior Vice President Other Chief Financial Officer

Chairman Name: Spencer L. Kerr

Vice Chairman Address: P.O. Box 61229

Director Houston, TX 77208-1229

President _____

Vice President _____

Secretary _____ Treasurer _____

Other Senior Vice President Other Secretary

Chairman Name: _____

Vice Chairman Address: _____

Director _____

President _____

Vice President _____

Secretary _____ Treasurer _____

Other _____ Other _____

Chairman Name: _____

Vice Chairman Address: _____

Director _____

President _____

Vice President _____

Secretary _____ Treasurer _____

Other _____ Other _____

Important Notice: Use an attachment to report more than six (6). The attachment will be imaged for reporting purposes only. Non-indexed individuals may be added to the index when filing your Florida Department of State Annual Report form.

12. _____
Signature of Director or Officer

The officer or director signing this document (and who is listed in number 11 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

13. Shelbie DeZell, Senior Vice President and Chief Financial Officer
(Typed or printed name and capacity of person signing application)

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697

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John B. Scott
Secretary of State

Office of the Secretary of State

Certificate of Fact

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Articles Of Incorporation for HILCORP ENERGY COMPANY (file number 107064100), a Domestic For-Profit Corporation, was filed in this office on March 14, 1988.

It is further certified that the entity status in Texas is in existence.

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on December 02, 2022.



A handwritten signature in black ink, appearing to read "John B. Scott".

John B. Scott
Secretary of State