

GEODYNE
~~RESOURCES, INC.~~

F96000004046

August 1, 1996

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

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RE: Geodyne Resources, Inc.

Dear Sir/Madam:

Enclosed for filing on behalf of the above-referenced corporation are duplicate original Applications by Foreign Corporation for Authorization to Transact Business in Florida.

Also enclosed is our check in the amount of \$122.00 in payment of your fees (\$35.00 filing fee, \$35.00 registered agent designation fee, and \$52.50 certified copy).

I have enclosed a business reply envelope for your convenience in sending your customary proof of filing and the certified copy to me. Should you have any questions, please call me at 918-591-1049.

Very truly yours,

Cindy L. Hays
Cindy L. Hays, CLA
Legal Assistant

/clh

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DIVISION
SECRET
FILED

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:**

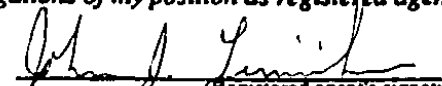
1. Geodyno Resources, Inc.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware
(State or country under the law of which it is incorporated)
3. 73-1052703
(FEI number, if applicable)
4. 9/25/78
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. upon qualification
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. Samson Plaza
Two West Second Street, Tulsa, OK 74103
(Current mailing address)
8. acquiring, owning, developing, operating and managing oil and gas properties
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. **Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)**

Name: C T Corporation System

Office Address: 1200 South Pine Island Road
Plantation, Florida, 33324
(Zip Code)

10. 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.


John J. Linnihan (Registered agent's signature) Asst. Vice President

11. 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.

12. Names and addresses of officers and/or directors: (Street address **ONLY**- P. O. Box **NOT** acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: n/a

Address: _____

Vice Chairman: n/a

Address: _____

Director: Dennis R. Neill

Address: Samson Plaza, Two West Second Street, Tulsa, OK 74103

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: Dennis R. Neill

Address: Samson Plaza, Two West Second Street, Tulsa, OK 74103

Vice President: n/a

Address: _____

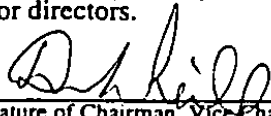
Secretary: Judy Fox

Address: Samson Plaza, Two West Second Street, Tulsa, OK 74103

Treasurer: n/a

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Dennis R. Neill President
(Typed or printed name and capacity of person signing application)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
25 AUG - 7 PM 4:15

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GEODYNE RESOURCES, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-THIRD DAY OF JULY, A.D. 1996.

FILED
SECRETARY OF STATE
07/27/96
SS AUG -7 PM 4:15



A handwritten signature in cursive script, reading "Edward J. Freel", is written over a horizontal line.

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE:

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07-23-96