

052 State of Delaware

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Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF OWNERSHIP OF THE "UNITED STATES STEEL CORPORATION" A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, MERGING "USX CORPORATION" A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, PURSUANT TO SECTION 253 OF THE GENERAL CORPORATION LAW OF THE STATE OF DELAWARE AS RECEIVED AND FILED IN THIS OFFICE THE NINTH DAY OF JULY, A.D. 1986, AT 9 O'CLOCK A.M.

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AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION SHALL BE GOVERNED BY THE LAWS OF THE STATE OF DELAWARE

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "UNITED STATES STEEL CORPORATION", HAS RELINQUISHED ITS CORPORATE TITLE AND



B61900014

Michael Harkins, Secretary of State

AUTHENTICATION: 10878276
DATE: 07/09/1986

Peggy A. Werdehoff, Attorney
USX Corporation
P. O. Box 599
Fairf Alabama 35064

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State of Delaware

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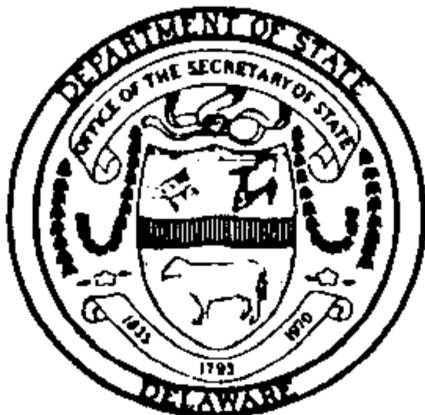


Office of Secretary of State

ASSUMED IN PLACE THEREOF "USX CORPORATION"

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861900014

Michael Harkins
Michael Harkins, Secretary of State

AUTHENTICATION: 10878276

DATE: 07/09/1986

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

USX CORPORATION

INTO

UNITED STATES STEEL CORPORATION

United States Steel Corporation, a corporation organized and existing under the laws of Delaware,

DOES HEREBY CERTIFY:

FIRST: That this corporation was incorporated on the 10th day of September, 1965, pursuant to the General Corporation Law of the State of Delaware.

SECOND: That this corporation owns all of the outstanding shares of the stock of USX Corporation, a corporation incorporated on the 23rd day of June, 1986, pursuant to the General Corporation Law of the State of Delaware.

THIRD: That this corporation, by the following resolutions of its Board of Directors, duly adopted at a meeting held on the 24th day of June, 1986, determined to and did merge into itself said USX Corporation:

RESOLVED: That United States Steel Corporation merge, and it hereby does merge, into itself USX Corporation and assumes all of its obligations.

FURTHER RESOLVED: That said merger shall become effective upon the date of filing of a Certificate of

Ownership and Merger with the Secretary of State of the State of Delaware.

FURTHER RESOLVED: That upon effectiveness of said merger, the name of United States Steel Corporation shall be changed to "USX Corporation" and Article First of the Certificate of Incorporation of United States Steel Corporation shall be amended to read as follows:

"FIRST: The name of the Corporation (which is hereinafter referred to as the 'Corporation') is
USX CORPORATION"

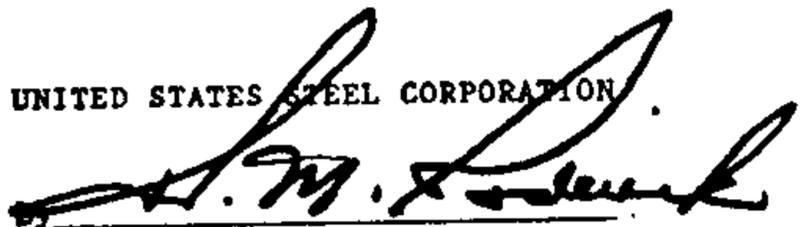
FURTHER RESOLVED: That the proper officers of this Corporation be, and they are hereby, directed to make and execute a Certificate of Ownership and Merger setting forth a copy of the resolutions to so merge said USX Corporation and to assume its obligations, and to so change the name of United States Steel Corporation, and the date of adoption thereof, and to cause the same to be filed with the Secretary of State of the State of Delaware and a certified copy recorded in the office of the Recorder of Deeds of Kent County and to do all acts and things whatsoever, whether

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within or without the State of Delaware, which may be necessary or proper to effect said merger and change of name.

IN WITNESS WHEREOF, said United States Steel Corporation has caused its corporate seal to be hereunto affixed and this certificate to be signed by D. M. Roderick, its Chairman of the Board of Directors, and attested by F. H. Jones, its Assistant Secretary, this 9th day of July, 1986.

UNITED STATES STEEL CORPORATION



D. M. Roderick
Chairman, Board of Directors

(CORPORATE SEAL)

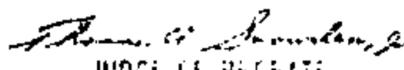
ATTEST:

By 
F. H. Jones
Assistant Secretary



STATE OF ALA. SHELBY CO.
I CERTIFY THIS
INSTRUMENT WAS FILED

1986 AUG -5 AM 10:26


JUDGE OF PROBATE

-3-

RECORDING FEES	
Recording Fee	\$12.50
Index Fee	1.00
TOTAL	\$13.50