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



# Office of the Secretary of State

2022-0912 5/23/2022 2:47:14 PM Vol: 482 Pg: 395

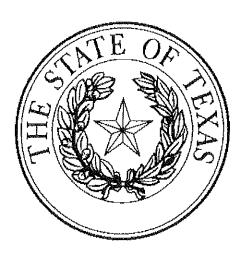
The undersigned, as Secretary of State of Texas, does hereby certify that the attached is a true and correct copy of each document on file in this office as described below:

BPX Operating Company Filing Number: 126220200

Certificate of Merger

April 12, 2022

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 May 12, 2022.



John B. Scott Secretary of State Form 622 (Revised 12/15)

Return in duplicate to: Secretary of State P.O. Box 13697 Austin, TX 78711-3697 512 463-5555 FAX: 512 463-5709

Filing Fee: see instructions



Certificate of Merger Combination Merger Business Organizations Code This space reserved for office use.

F | L E D
In the Office of the
Secretary of State of Texas

APR 1 2 2022

**Corporations Section** 

# Parties to the Merger

Pursuant to chapter 10 of the Texas Business Organizations Code, and the title applicable to each domestic filing entity identified below, the undersigned parties submit this certificate of merger.

The name, organizational form, state of incorporation or organization, and file number, if any, issued by the secretary of state for each organization that is a party to the merger are as follows:

BPX Operating Company   Name of Organization   Specify organizatio	Party I				
The organization is a corporation Specify organizational form (e.g., for-profit corporation)  TX USA  The file number, if any, is State Country Its principal place of business is Sol Westlake Park Blvd, Houston TX  Address  The organization will survive the merger. The organization will not survive the merger.  The plan of merger amends the name of the organization. The new name is set forth below.  Name as Amended  Party 2  State Country The organization is a Specify organizational form (e.g., for-profit corporation)  The organization will survive the merger. The organization will not survive the elaws of Specify organizational form (e.g., for-profit corporation)  The organization is a Specify organizational form (e.g., for-profit corporation)  The organization will survive the merger. The organization will not survive the merger.  The organization will survive the merger. The organization will not survive the merger.  The organization will survive the merger. The organization will not survive the merger.  Name of Organization  Name as Amended  Party 3  Name of Organization is a It is organized under the laws of The organization is a It is organized under the laws of The organization is a It is organized under the laws of The organization is a It is organized under the laws of The organization is a It is organized under the laws of The organization is a It is organized under the laws of The organization is a It is organized under the laws of The organization is a It is organized under the laws of The organization is a It is organized under the laws of The organization is a It is organized under the laws of The organization is a It is organized under the laws of The organization is a It is organized under the laws of The organization is a It is organized under the laws of The organization is a It is organized under the laws of The organization is a It is organized under the laws of The organization is a It is organized under the laws of The Organization is a It is organized under the laws of The Organization is	BPX Operating Company				
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The organization is a It is organized under the laws of	Party 3		, , , , , , , , , , , , , , , , , , , ,		
	Name of Organization				
·	The organization is a	Specify organizational form (s.g., )		is organized under the laws	of

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APR 1 2 2022

The file number, if any, is
State Country Texas Secretary of State file number  Its principal place of business is
Address City State The organization will survive the merger.   The organization will not survive the merger.
The plan of merger amends the name of the organization. The new name is set forth below.
Name as Amended
Plan.of Merger
The plan of merger is attached.  If the plan of merger is not attached, the following statements must be completed.
Alternative Statements
Instead of providing the plan of merger, each domestic filing entity certifies that:
1. A plan of merger is on file at the principal place of business of each surviving, acquiring, or new domestic entity or non-code organization that is named in this form as a party to the merger or an organization created by the merger.
2. On written request, a copy of the plan of merger will be furnished without cost by each surviving, acquiring, or new domestic entity or non-code organization to any owner or member of any domestic entity that is a party to or created by the plan of merger and, if the certificate of merger identifies multiple surviving domestic entities or non-code organizations, to any creditor or oblige of the parties to the merger at the time of the merger if a liability or obligation is then outstanding.
Item 3A is the default relection. If the merger effected an amendment to, a restatement of, or an amendment and restatement of the certificate of formation of a surviving filing entity, you must select and complete one of the options shown below Options 3B and 3C require the submission of the described attachment.
3A. No amendments to the certificate of formation of any surviving filing entity that is a party to the merger are effected by the merger.
3B. \ No amendments to the certificate of formation of any filing entity are being effected by the merger or by the restated certificate of formation of the surviving filing entity named in the attached restated certificate of formation.
3C. The plan of merger effected an amendment and restatement of the certificate of formation of a surviving filing entity. The amendments being made and the name of the surviving entity restating its certificate of formation are set forth in the attached restated certificate of formation containing amendments.
3D. The plan of merger effected amendments or changes to the following surviving filing entity's certificate of formation.
Name of filing entity effecting aniendments  The changes or amendments to the filing entity's certificate of formation, other than the name change noted previously, are stated below.

Amendment Text Area		
4. Organizations Created by Merger		
The name, jurisdiction of organization, peach entity or other organization to be cre		
certificate of formation of each new do		
certificate of merger.		<b></b>
Name of New Organization 1	Jurisdiction	Entity Type (Ses Instructions)
truine of trees or Emptrassin 2	a its sources in	mind the free transcious
Principal Place of Business Address	City	State Zip Code
Name of New Organization 2	Jurisdiction	Entity Type (See instructions)
Principal Place of Business Address	City	State Zip Code
•	•	•
Name of New Organization 3	Jurisdiction	Entity Type (See instructions)
Principal Place of Business Address	City	State Zip
Аппгач	val of the Plan of Merger	
• •	-	
The plan of merger has been approved as r organization that is a party to the merger as		
The approval of the owners or member		
	Name of dome:	tile entity
was not required by the provisions of the E	IOC.	
Effectivenes	s of Filing (Select either A, B, or C.)	
A. This document becomes effective wistate.	hen the document is accepted and f	iled by the secretary of
B. X This document becomes effective at	a later date, which is not more than	ninety (90) days, from
the date of signing. The delayed effective	date is: May 1,-2022	
C. This document takes effect on the oc	currence of the future event or fact	, other-than the
passage of time. The 90th day after the date	e of signing is:	
The following event or fact will cause the	locument to take effect in the mann	er described below:
om 622	3	

Text A	irea	
	7	Tax Certificate
	Attached hereto is a certificate from the 2, Tax Code, have been paid by the no	e comptroller of public accounts that all taxes under title n-surviving filing entity.
X	Instead of providing the tax certificate, one or more of the surviving, acquiring or newly created organizations will be liable for the payment of the required franchise taxes.	
		Execution
mate here Busi	erially false or fraudulent instrument. in are true and correct, and that the p	The undersigned certifies that the statements contained person signing is authorized under the provisions of the applicable to and governing the merging entity, to execute
Date	April 12, 2022	SEE ATTACHED SIGNATURE PAGE
		Names of all entities including the surviving entity  Megalag Entity Name
	•	
		Signature of authorized person (see instructions)
		Printed or typed name of authorized posson
		Merging Entity Name
		Signature of authorized person (see instructions)
		Printed or typed name of suthorized person
		Merging Entity Name
		Signature of authorized person (see instructions)
		Printed or typed name of authorized nemon

.Porm 622

## SURVIVING COMPANY:

,
BPX OPERATING COMPANY
By: Susan Bau
Name: Susan Baur Title: Vice President
MERGING COMPANIES:
BPX (KCS RESOURCES) LLC
By: Susau Bour
Name: Susan Baur
Title: Vice President
BPX (WSF OPERATING) INC.
By: 8nseu Baur
Name: Susan Baur Title: Vice President
3.5.5.
BPX PROPERTIES (GP) LLC
By. Susay Bac
Name Susan Baur
Title: Vice President
BPX PROPERTIES (LP) LLC
By. Snsan Bour
By. Susan Baur
Title: President

# SOUTH TEXAS SHALE LLC

By: Snsay Baw

Name: Susan Baur Title: Vice President

# WINWELL RESOURCES, L.L.C.

By: Ensay Paux

Name: Susan Baur Title: Vice President

# BPX PROPERTIES (NA) LP

BPX Properties (GP) LLC, its general partner

By: Susan Baur
Name. Susan Baur

Title: Vice President of BPX Properties

(GP)-LLC

#### Schedule A

#### Party 2

Name of the organization: BPX (KCS Resources) ELC

The organization is a limited liability company. It is organized under the laws of Delaware. The file number, if any is 0009806806. Its principal place of business is 501 Westlake Park Blvd., Houston, TX.

The organization will-not survive the merger.

#### Party 3

Name of the organization: BPX (WSF Operating) Inc.

The organization is a corporation. It is organized under the laws of Louisiana. The file number, if any is 0012705806. Its:principal place of business is 501 Westlake Park Blvd., Houston, TX.

The organization will not survive the merger.

#### Party 4

Name of the organization: BPX Properties (GP) LLC

The organization(Is.a limited liability company. It is organized under the laws of Texas. The file number, if any is 0800414887. Its principal place of business is 501 Westlake Park Blvd., Houston, TX.

The organization will not survive the merger.

## Party 5

Name of the organization: BPX Properties (LP) LLC

The organization is a limited liability company. It is organized under the laws of Delaware. The file number, if any is N/A. Its principal place of business is 501 Westlake Park Blvd., Houston, TX.

The organization will not survive the merger.

#### Party 6

Name of the organization: South Texas Shale LLC

The organization is a limited liability company. It is organized under the laws of Delaware. The file number, if any is 0801455280. Its principal place of business is 501 Westlake Park Blvd., Houston, TX.

The organization will not survive the merger.

## Party 7

Name of the organization: Winwell Resources, L.L.C.

The organization is a limited liability company. It is organized under the laws of Louisiana. The file number, if any is 0010270506. Its principal place of business is 501 Westlake Park Blvd., Houston, TX.

The organization will not survive the merger.

#### Party 8

Name of the organization: BPX Properties (NA) LP

The organization is a limited partnership. It is organized under the laws of Texas. The file number, if any is 0009759210. Its principal place of business is 501 Westlake Park Blvd., Houston, TX.

The organization will not survive the merger.

#### **FILED**

AT 2:47:14 PM on May 23, 2022 INS. NO. <u>2022-0912</u> STATE OF TEXAS
COUNTY OF GLASSCOCK

I hereby certify that this instrument was FILED on the date and at the time stamped hereon by me and was duly RECORDED in the Volume and Page of the named RECORDS of Glasscock County, Texas, as stamped hereon by me.

County Clerk, Glasscock County, Texas

**OFFICIAL PUBLIC RECORDS** 

Vol.<u>482</u> Page<u>395</u> Recorded <u>May 23, 2022</u>