*** DO NOT REMOVE THIS PAGE – IT IS A PART OF THIS INSTRUMENT*** MERGER

10 Pages

CLERKS NOTES
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STATE OF TEXAS

COUNTY OF HARRISON

I hereby certify that this instrument was filed on the date and time stamped hereon by me and was duly recorded in the Official Public Records of Harrison County, Texas.

Elizabeth James, Harrison County Clerk

Record and Return To:

BPX ENERGY 15377 MEMORIAL DEIVE GEORGE MCLEOD/ BPX LAND: ENVELOPE PROVIDED HOUSTON, TX 77079 Corporations Section P O.Box 13697 Austin, Texas 78711-3697



Office of the Secretary of State

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.

FILED
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:

[Party I			
BPX Operating Company			
Name of Organization			
The organization is a	corporat	ion It	is organized under the laws of
_	Specify organizational form (e.g.	, for-profit corporation)	_
TX USA	Ti	ne file number, if any, it	
State Country			Texas Secretary of State file number
Its principal place of bu	isiness is 501 Westlake Pr	ark Blvd,	Houston TX
F-7	Address		City State
★ The organization was a constant of the	ill survive the merger.	The organization	n will not survive the merger.
The plan of mercer	amends the name of the	organization. The nev	v name is set forth below.
☐ THe birm of mer Per	anniam the timite of the	Argumentori, 14th Hall	d limits in not route outs it.
Navara,	Nan	se as Amended	
Party 2			
<u></u>			
See Schedule A	· - · · · · · · · · · · · · · · · · · ·		
Name of Organization		¥4.1	
The organization is a	Specify organizational form (e.g.,		islorganized under the laws of
State Country	10	e file number, if any, is	Texas Secretary of State file number
Its principal place of bu	ginaca ia		18xas Secretary by State Jule hishber
its huncibar brace or or	Address		City State
The organization w	ill survive the merger.		a will not survive the merger.
The organization w	ar but 1110 into thought.		will not out title die morger,
The plan of merger	amends the name of the	organization. The new	name is:set forth below.
	Nam	e as Amended	
Party 3			
Name of Organization		TA !	n annowing day that is a second
The organization is a	Sumificanous and and form to		s organized under the laws of
	Specify organizational form (e.g.,	ы-рғуу саграганал	
			4

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TX 1508 OC - 02/09/2016 Wolters Klower Online

APR 1 2 2022

Secretary of State

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 fallowing 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 selection. 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. \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \
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		
each entity or other organization to b	on, principal place of business addresse created pursuant to the plan of merg w domestic filing entity to be created	er are set forth below. The
Name of New Organization' I	Jurisdiction	Entity Type (See instructions)
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	Ently Type (See instructions)
Principal Place of Business Address	Clip	State Zip
Ар	proval of the Plan of Merger	
The plan of merger has been approved	d as required by the laws of the jurisdic ger and by the governing documents of	
The approval of the owners or men	nbers of	
was not required by the provisions of t	the BOC.	sestic entity
Effective	eness of Filing (Select either A, B, or C.)	
A. This document becomes effective state.	ve when the document is accepted and	filed by the secretary of
B. X This document becomes effective	ve at a later date, which is not more tha	n ninety (90) days from
the date of signing. The delayed effect	tive date is: May 1, 2022	
C. 🔲 This document takes effect on th	ne occurrence of the future event or fac	t, other than the
passage of time. The 90th day after the	date of signing is:	
The following event or fact will cause	the document to take effect in the man	mer described below:
orm 622	3	

Text Area				
	Tax	Certificate Certificate		
<u></u> :	Attached hereto is a certificate from the con 2, Tax Code, have been paid by the non-sur	mptroller of public accounts that all taxes under title rviving filing entity.		
X	Instead of providing the tax certificate, one organizations will be liable for the payment	or more of the surviving, acquiring or newly created tof the required franchise taxes.		
	Ex	ecution		
mate herei Busi	sterially false or fraudulent instrument. The rein are true and correct, and that the personal siness Organizations Code, or other law applies filing instrument. April 12, 2022	the penalties imposed by law for the submission of a undersigned certifies that the statements contained a signing is authorized under the provisions of the cable to and governing; the merging entity, to execute SEE ATTACHED SIGNATURE PAGE. Vanues of all entities including the surviving entity		
		Verging Entity Name		
	:8	lignature of authorized person (see instructions)		
	P	rinted or typed name of authorized person		
	<u></u>	derging Entity Name		
	8	ignature of authorized person (see instructions)		
	P	rinted or typed name of authorized person		
	TM	lerging Entity Name		
	Si	gnature of authorized person (see instructions)		
	Pr	inted or typed name of authorized person		

Porm 622

SURVIVING COMPANY:

,
BPX OPERATING COMPANY
By. Susan Baur
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: 8nsen Bau
Name: Susan Baur
Title: Vice President
BPX PROPERTIES (GP) LLC
By: Susay Bacc
Name: Susan Baur
Title: Vice President
BPX PROPERTIES (LP) LLC
By: Snsan Baur
Name: Susan Baur
Title: President

SOUTH TEXAS SHALE LLC

By: Snsay Baw

Name: Susan Baur Title: Vice President

WINWELL RESOURCES, L.L.C.

By: Susan Baur

Name: Susan Baur

Title: Vice President

BPX PROPERTIES (NA) LP

BPX Properties (GP) LLC, its general partner

By: Susan Bau Name. Susan Baur

Title: Vice President of BPX Properties

(GP)-LLC

Schedule A

Party 2

Name of the organization: BPX (KCS Resources) LLC

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.Ł.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.