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Reel # Frame #	8/27/98
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Conveying Party	Mark if additional names of conveying parties attached Execution Date Month Day Year
Name Energy Intelligence Group (N	
Formerly	
Individual General Partnership	Limited Partnership X Corporation Association
Other	
X Citizenship/State of Incorporation/Organiza	ation New York
Receiving Party	Mark if additional names of receiving parties attached
Name Energy Intelligence Group,	
,	THE.
DBA/AKA/TA	
Composed of	
Address (line 1) 1401 New York Avenue, N.W.	Suite 500
	, 2222
Address (line 2)	
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Address (line 1) St	nith, Gambrell & Russell, LLP		
Address (line 2) St	uite 3100		
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Name of I	Person Signing	Signature	Date Signed

Reg. No./App. No.	Mark	Status
75/353,825	THE ALMANAC OF RUSSIAN PETROLEUM	Pending
2,204,225	WORLD GAS HANDBOOK	Registered
2,060,173	OIL MARKET INTELLIGENCE	Registered
2,190,121	RANKING THE WORLD'S TOP OIL COMPANIES	Registered
2,196,803	INTERNATIONAL CRUDE OIL MARKET HANDBOOK	Registered
1,910,035	INTERNATIONAL PETROLEUM FINANCE	Registered
1,704,970	JET FUEL INTELLIGENCE	Registered
1,679,853	WORLD GAS INTELLIGENCE	Registered
999,636	PIW	Renewed
998,452	PETROLEUM INTELLIGENCE WEEKLY	Renewed

LITMT/600976

### CERTIFICATE OF MERGER

# ENERGY INTELLIGENCE GROUP (NY) INC., a New York corporation

## INTO

ENERGY INTELLIGENCE GROUP, INC., a Delaware corporation

Return a copy of the filed Certificate of Merger to:

Maria T. Hauser, Corporate Paralegal Smith, Gambrell & Russell, LLP 1230 Peachtree St., NE, Suite 3100 Atlanta, GA 30309

telephone:

(404) 815-3684

fax:

(404) 685-6984



## CERTIFICATE OF MERGER

## ENERGY INTELLIGENCE GROUP (NY) INC. (a New York corporation)

INTO

## ENERGY INTELLIGENCE GROUP, INC. (a Delaware corporation)

NOVE / HOVE CORPURATION TAX DISSOLUTION

#### UNDER SECTION 907 OF THE BUSINESS CORPORATION LAW

We, the undersigned, Edward L. Morse and George J. King, being the President and the Secretary, respectively, of Energy Intelligence Group (NY) Inc., a New York corporation do hereby certify:

1. (a) The name of each constituent corporation is as follows:

JUL 3 1 1998

of:

Energy Intelligence Group (NY) Inc., a New York corporation (f/k/a Petroleum Intelligence, Inc.) and

Energy Intelligence Group, Inc., a Delaware corporation

DISSULUTION

- (b) The name of the surviving corporation is Energy Intelligence Group, Inc., a Delaware corporation.
- 2. (a) The designation, number and voting rights of the outstanding shares of each class and series of Energy Intelligence Group, Inc., a Delaware corporation are as follows:

<u>Class/Series</u> <u>Number</u>

Common 5,000

All the outstanding shares are entitled to vote as a single class or series.

(b) The designation, number and voting rights of the outstanding shares of each class and series of Energy Intelligence Group (NY) Inc., a New York corporation are as follows:

<u>Class/Series</u> <u>Number</u>

Common 1,250

All the outstanding shares are entitled to vote as a single class or series.

3. (a) The effective date of the merger of Energy Intelligence Group (NY) Inc., a New York corporation into Energy Intelligence Group, Inc., a Delaware corporation shall be upon the effective date of this filing.

# (b) Energy Intelligence Group, Inc., a Delaware Corporation, to Accept Service of Process

Energy Intelligence Group, Inc., a Delaware corporation, agrees that it may be served with process in the State of New York if any action or special proceeding for the enforcement of any liability of or obligation of Energy Intelligence Group (NY) Inc., a New York corporation, previously amendable to suit in the State of New York and for the enforcement of the right of shareholders of Energy Intelligence Group (NY) Inc., a New York corporation, to receive payment for their shares against the surviving corporation, Energy Intelligence Group, Inc., a Delaware corporation, as provided in subchapter IX of the New York Business Corporation Law.

## (c) Payment to Shareholders

Energy Intelligence Group, Inc., a Delaware corporation, agrees that, subject to the provisions of Section 623 of the New York Business Corporation Law, it will promptly pay to the shareholders of Energy Intelligence Group (NY) Inc., a New York corporation, the amount, if any, to which they shall be entitled under the provisions of a subchapter IX of said Law relating to the right of shareholders to receive payment for their shares.

## (d) Designation of the Secretary of State as Agent for Service of Process

The Secretary of State is hereby designated as agent for Energy Intelligence Group, Inc., a Delaware corporation, upon whom process against it may be served in the manner set forth in paragraph (b) of Section 306 of the New York Business Corporation Law in any action or special proceeding, and the Secretary of State shall mail a copy of any process against it served upon Energy Intelligence Group, Inc., a Delaware corporation, to the following post office address, which address shall supersede any prior address designated as the address to which process shall be mailed:

John D. Saunders, Secretary Smith, Gambrell & Russell, LLP 1230 Peachtree Road, NE Suite 3100 Atlanta, Georgia 30309 (404) 815-3500

- 4. The certificate of incorporation of Energy Intelligence Group (NY) Inc. (f/k/a Petroleum Intelligence , Inc.), a New York corporation was filed with the Department of State of New York on the 23rd day of August, 1961.
- 5. The jurisdiction of incorporation of Energy Intelligence Group, Inc., a Delaware corporation is Delaware.
- 6. The date of incorporation of Energy Intelligence Group, Inc. (f/k/a The Oil Daily Co.), a Delaware corporation is the 5th day of February, 1988. Energy Intelligence Group, Inc. was qualified to transact business in New York on November 20, 1997.
- 7. The merger of Energy Intelligence Group (NY) Inc., a New York corporation into Energy Intelligence Group, Inc., a Delaware corporation was authorized with respect to Energy Intelligence Group (NY) Inc., a New York corporation by the written consent of the sole shareholder upon the unanimous written consent of the board of directors.
- 8. Energy Intelligence Group, Inc. has complied with the application provisions of the laws of the State of Delaware under which it was incorporated, and this merger is permitted by such laws. The manner in which the merger was authorized in respect to Energy Intelligence Group, Inc. was by the written consent of the shareholders, upon the unanimous written consent of the board of directors.

IN WITNESS WHEREOF, we have signed this certificate as of the 31 day of October, 1997 and we affirm the statements contained therein as true under penalties of perjury.

ENERGY	INTELLIGE	ENCE GRO	(YM) AUC	INC.,
a New Yo	rk corporatio	n		

Edward L. Morse

President

George J. King

Secretary

ENERGY INTELLIGENCE GROUP, INC., a Delaware corporation

Edward L. Morse

President

George J. King

Secretary

ALEANY, NY 12231-0001

DIVISION OF CONFORMATIONS AND STAIL RECORDS DEPARTMENT OF STATE

# FILING RECEIPT

: ENERGY INTELLIGENCE GROUP, INC.

ENTITY NAME

MERGER (FOR, BUSINESS) PROCESS DOCUMENT TYPE

COUNTY: NEWY

SERVICE COMPANY : \*\* NO SERVICE COMPANY \*\*

SERVICE CODE: 66

CONSTITUENT NAME: ENERGY INTELLIGENCE GROUP (NY) INC.

BLUG COBALIB

08/27/1998

ADDRESS FOR PROCESS

JOHN D. SAUNDERS, SEC., SMITH SULTE 3100

REGISTERED AGENT

AILANTA, GA 30309

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