

# Delaware

The First State

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*I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "SINCLAIR OIL LLC" FILED IN THIS OFFICE ON THE TWENTY-SIXTH DAY OF OCTOBER, A.D. 2022, AT 1:20 O`CLOCK P.M.*

*AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF FORMATION IS THE FIRST DAY OF NOVEMBER, A.D. 2022.*



  
Jeffrey W. Bullock, Secretary of State

7103866 8100F  
SR# 20223865965

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

Authentication: 204720970  
Date: 10-27-22

# Delaware

The First State

Page 1

*I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A WYOMING LIMITED LIABILITY COMPANY UNDER THE NAME OF "SINCLAIR OIL LLC" TO A DELAWARE LIMITED LIABILITY COMPANY, FILED IN THIS OFFICE ON THE TWENTY-SIXTH DAY OF OCTOBER, A.D. 2022, AT 1:20 O`CLOCK P.M.*

*AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE FIRST DAY OF NOVEMBER, A.D. 2022.*



  
Jeffrey W. Bullock, Secretary of State

7103866 8100F  
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**STATE OF DELAWARE  
CERTIFICATE OF CONVERSION  
FROM A NON-DELAWARE LIMITED LIABILITY COMPANY  
TO A DELAWARE LIMITED LIABILITY COMPANY  
PURSUANT TO SECTION 18-214 OF  
THE LIMITED LIABILITY COMPANY ACT**

October 25, 2022

Pursuant to the provisions of Section 18-214 of the Delaware Limited Liability Company Act, Sinclair Oil LLC, a non-Delaware limited liability company (the “*Non-Delaware Limited Liability Company*”), hereby executes this Certificate of Conversion (this “*Certificate*”) for the purpose of converting the Non-Delaware Limited Liability Company to a limited liability company under the laws of Delaware (the “*Limited Liability Company*”) and, in connection therewith, certifies as follows:

1. The jurisdiction where the Non-Delaware Limited Liability Company was first formed is the State of Wyoming.
2. The date the Non-Delaware Limited Liability Company was first formed is March 7, 2022.
3. The name of the Non-Delaware Limited Liability Company immediately prior to filing this Certificate is Sinclair Oil LLC.
4. The name of the Limited Liability Company as set forth in the Certificate of Formation is Sinclair Oil LLC.
5. This Certificate becomes effective on November 1, 2022.

*[Signature Page Follows]*

IN WITNESS WHEREOF, the undersigned has executed this Certificate on the date first set forth above.



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Vaishali S. Bhatia  
Senior Vice President, General Counsel  
and Secretary

STATE OF DELAWARE  
CERTIFICATE OF FORMATION OF

SINCLAIR OIL LLC

October 25, 2022

This Certificate of Formation has been duly executed and is filed pursuant to Section 18-201 of the Delaware Limited Liability Company Act (the "Act") to form a limited liability company (the "Company") under the Act.

1. **Name.** The name of the Company is: "Sinclair Oil LLC".
2. **Registered Office; Registered Agent.** The address of the registered office of the Company required to be maintained by Section 18-104 of the Act is:

1209 Orange Street  
Corporation Trust Center  
Wilmington, DE 19801

and the name and address of the registered agent for service of process required to be maintained by Section 18-104 of the Act are:

The Corporation Trust Company  
1209 Orange Street  
Corporation Trust Center  
Wilmington, DE 19801

3. **Effective Date.** This Certificate of Formation becomes effective on November 1, 2022.

*[Signature Page Follows.]*

EXECUTED as of the date written first above.



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Vaishali S. Bhatia  
Authorized Person