ExxonMobil Pipeline Company

Certificate of Secretary

I, M. R. Harris, Secretary of ExxonMobil Pipeline Company, a Delaware Corporation, DO HEREBY CERTIFY that:

The attached resolution pertaining to an Agreement and Grant of Right of Way for the Trans-Alaska Pipeline System with the United States of America, and a Right of Way Lease for the Trans-Alaska Pipeline System granted by the State of Alaska, was adopted by ExxonMobil Pipeline Company's Board of Directors on March 1, 2001 by Consent to Written Action in Lieu of Meeting.

WITNESS my hand and the seal of the Corporation this 27th day of March, 2001.

M R Harris

M. R. Harris, Secretary

RESOLUTIONS OF BOARD OF DIRECTORS
ACTION BY UNANIMOUS WRITTEN CONSENT

The undersigned, being all of the members of the Board of Directors of ExxonMobil Pipeline Company, a Delaware corporation (the "Corporation"), in lieu of holding a special meeting of the Board of Directors (the "Board") of the Corporation, hereby adopts the following resolution by written consent in accordance with the provisions of Section 141(f) of the Delaware General Corporation Law and the Bylaws of the Corporation, with the same force and effect as if adopted at a special meeting of the Board, it being understood that the Secretary of the Company will record this Consent and the actions taken in the record of the Director Proceedings.

WHEREAS, the Corporation is party to an Agreement and Grant of Right of Way for the Trans-Alaska Pipeline System ("TAPS") with the United States of America ("Federal Grant") and has been granted a Right of Way Lease for the Trans-Alaska Pipeline by the State of Alaska ("State Lease"); and

WHEREAS, the Federal Grant expires on January 22, 2004 and the State Lease expires on May 2, 2004; and

WHEREAS, contemporaneous with the expiration of the Federal Grant and State Lease, the Corporation's interests in various Related Facilities, as that term is defined in the Federal Grant and State Lease, and other rights and interests pertaining to TAPS held under other instruments from the United States of America, the State of Alaska, and private individuals and entities (collectively with the Federal Grant and the State Lease, are referred to as the "TAPS Interests") will also expire; and

WHEREAS, it is in the best interest of the Corporation to renew the TAPS Interests; and

WHEREAS, the process of renewing the Federal Grant and other of the TAPS Interests requires the filing of an Application for Transportation and Utility Systems and Facilities on Federal Lands on Standard Form 299 ("SF 299") and the process of seeking renewal of the State Lease and other of the TAPS Interests requires the filing of an application for renewal (the "State Application") (collectively, SF 299 and the State Application are referred to as the "Applications"); and

NOW, THEREFORE, BE IT RESOLVED, that the Corporation is authorized to prepare, execute and deliver (i) the Applications and the exhibits and attachments thereto, and any amendments thereto, (ii) all other instruments and documents as may be required

by the granting authorities, or as may be deemed necessary or advisable by the Corporation, in connection with the processing of the Applications and the renewal of the TAPS Interests, including but not limited to a duration report, an environmental report, and a compliance report, and (iii) documentation of the final TAPS renewal documents; and

FURTHER RESOLVED, that the President of the Corporation is hereby authorized, for and on behalf of the Corporation, to execute and deliver the Applications, instruments, documents and documentation evidencing the final TAPS renewal documents and any and all supporting documentation, in such form as the President in his/her discretion may approve, such execution to be conclusive evidence of such approval; and

FURTHER RESOLVED, that the Corporation is authorized to designate as agent both persons employed by the Corporation and persons not employed by the Corporation; and

FURTHER RESOLVED, that the President of the Corporation is authorized to execute a Power of Attorney or other evidence of authority designating such persons as agent of the Corporation with full authority to act on behalf of the Corporation in connection with the renewal of the TAPS Interests; and

FURTHER RESOLVED, that the President is hereby authorized and directed, for and on behalf of the Corporation, to take such actions and to execute and deliver such documents and papers as he/she deems necessary or advisable to perform and comply with the requirements of the Applications, to complete the renewal of the TAPS Interests, and to effect the purposes of the foregoing resolutions as contemplated herein; and with the authority granted herein being non-exclusive.

This Consent and Resolution is effective as of the 1st day of March 2001.

Being all of the members of the Board of Directors:

D. M. Houston

R. A. Rabinow

B. E. Ference