

THE COMPANIES LAW (2010 REVISION)  
OF THE CAYMAN ISLANDS  
COMPANY LIMITED BY SHARES

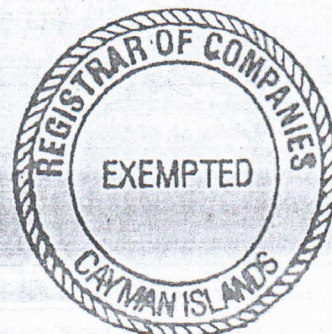
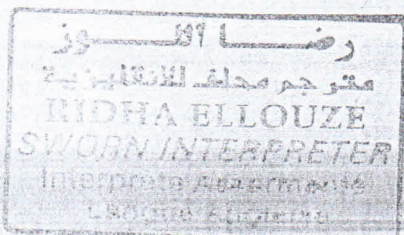
MEMORANDUM OF ASSOCIATION  
OF

ANADARKO TUNISIA BEKS COMPANY

REGISTERED AND FILED  
AS NO: 255531 T: 1528 LAY  
OF April 2011

Asst. Registrar of Companies

- 1 The name of the Company is Anadarko Tunisia BEKS Company.
- 2 The registered office of the Company shall be at the offices of Maples Corporate Services Limited, PO Box 309, Ugland House, Grand Cayman, KY1-1104, Cayman Islands, or at such other place as the Directors may from time to time decide.
- 3 The objects for which the Company is established are unrestricted and the Company shall have full power and authority to carry out any object not prohibited by the Companies Law (2010 Revision) or as the same may be revised from time to time, or any other law of the Cayman Islands.
- 4 The liability of each Member is limited to the amount from time to time unpaid on such Member's shares.
- 5 The share capital of the Company is USD 100,000.00 divided into 50,000 Ordinary shares of a par value of USD 1 each and 50,000 Preferred shares of a par value of USD 1 each.
- 6 The Company has power to register by way of continuation as a body corporate limited by shares under the laws of any jurisdiction outside the Cayman Islands and to be deregistered in the Cayman Islands.
- 7 Capitalised terms that are not defined in this Memorandum of Association bear the same meaning as those given in the Articles of Association of the Company.





WE, the subscriber to this Memorandum of Association, wish to be formed into a company pursuant to this Memorandum of Association, and we agree to take the number of shares shown opposite our name.  
Dated this 28th day of April 2011,

**Signature and Address of Subscriber**

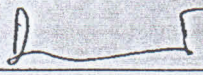
Maples Corporate Services Limited  
of PO Box 309, Ugland House  
Grand Cayman  
KY1-1104  
Cayman Islands

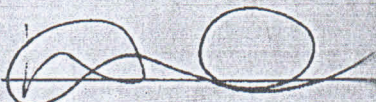
**Number of Shares Taken**

One Ordinary

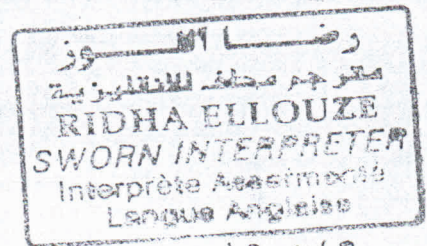
acting by:

  
Kendra Hurlston

  
Dan Beckett

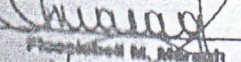
  
Kim Landry  
Witness to the above signatures

*San Hadouh*  
Enregistré à la Recette d'Enregistrement  
des Actes des Sociétés Commerciales - TUNIS  
Le: 1-3-DEC-2011  
Quittance N° 2959  
Enregistrement N° 11802779  
Recu la Somme de Tunis Car  
*Quize*  
Le Receveur  
Signé: Samir KHEMIRI



m: 48/2011/8

CERTIFIED TO BE A TRUE AND CORRECT COPY

  
Assistant Registrar  
28 April 2011

KYL/999999/21009091v1

