

## Corporate Dissolution or Liquidation

(Required under Section 6043(a) of the Internal Revenue Code)

Name of corporation <b>CORDERO MINING COMPANY</b>		Employer identification number <b>23-0494067</b>		
Address (Number and street) <b>P.O. Box 2880 - Tax Dept.</b>		Check type of return <input checked="" type="checkbox"/> 1120 <input type="checkbox"/> 1120DISC <input type="checkbox"/> 1120L		
City or town, State and ZIP code <b>Dallas, Texas 75221</b>		<input type="checkbox"/> 1120M <input type="checkbox"/> 1120S		
1 Date incorporated <b>March 4, 1941</b>	2 Place incorporated <b>Nevada</b>	3 Type of liquidation <input checked="" type="checkbox"/> Complete <input type="checkbox"/> Partial		
4 Internal Revenue Service Center where last income tax return was filed and taxable year covered thereby Service Center ▶ <b>Philadelphia, PA</b> Taxable year ▶ <b>12-31-1972</b>				
5 Date of adoption of resolution or plan of dissolution, or complete or partial liquidation <b>11-18-1975</b>	6 Taxable year of final return <b>12-31-1975</b>	7 Total number of shares outstanding at time of adoption of plan or liquidation <table style="width: 100%;"><tr><td style="text-align: center;">Common <b>1</b></td><td style="text-align: center;">Preferred <b>0</b></td></tr></table>	Common <b>1</b>	Preferred <b>0</b>
Common <b>1</b>	Preferred <b>0</b>			
8 Dates of any amendments to plan of dissolution <b>None</b>	9 Section of the Code under which the corporation is to be dissolved or liquidated <b>332</b>	10 If this return is in respect of an amendment or supplement to a resolution or plan previously adopted and return has previously been filed in respect of such resolution or plan, give the date such return was filed		

**11. Liquidation Within One Calendar Month.**—If the corporation is a domestic corporation, and the plan of liquidation provides for a distribution in complete cancellation or redemption of all the capital stock of the corporation and for the transfer of all the property of the corporation under the liquidation entirely within one calendar month pursuant to section 333, and any shareholder claims the benefit of such section, then the corporation must also submit:

(a) A description of the voting power of each class of stock;

(b) A list of all the shareholders owning stock at the time of the adoption of the plan of liquidation, together with the number of shares of each class of stock owned by each shareholder, the certificate numbers thereof, and the total number of votes to which entitled on the adoption of the plan of liquidation;

(c) A list of all corporate shareholders as of January 1, 1954, together with the number of shares of each class of stock owned by each such shareholder, the certificate numbers thereof, the total number of votes to which entitled on the adoption of the plan of liquidation, and a statement of all changes in ownership of stock by corporate shareholders between January 1, 1954, and the date of the adoption of the plan of liquidation, both dates inclusive; and

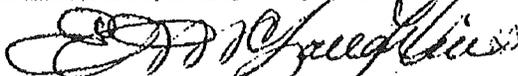
(d) A computation as described in section 1.6043-2(b) (following the format in Revenue Procedure 65-10, C.B. 1965-1,738 and Revenue Procedure 67-12, C.B. 1967, 589) of accumulated earnings and profits including all items of income and expense accrued up to the date on which the transfer of all property is completed.

**Attach a certified copy of the resolution or plan, together with all amendments or supplements not previously filed.**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief it is true, correct, and complete.

Internal Revenue Service does not require seal on this form, but one is used, please use it here.

**3-15-1976**  
Date

  
**E. S. McLaughlin**  
Signature of officer

**Asst. Secretary &  
Asst. Treasurer**  
Title

### Instructions

**1. Who must file.**—This form must be filed by every corporation that is to be dissolved or whose stock is to be liquidated in whole or in part.

Shareholders electing to be covered under section 333 of the Code must also file Form 964 within 30 days after the date of adoption of the plan of liquidation.

**2. When to file.**—This form must be filed within 30 days after the adoption of the resolution or plan for or in respect of the dissolution of a corporation or the liquidation in whole or in part of its capital stock. If after the filing of a Form 966 there is an amendment or supplement to the resolution or plan, an additional Form 966 based on the resolution or plan as amended or supplemented must be filed within 30 days after the adoption of such amendment or supplement. A return in respect of an amendment

or supplement will be deemed sufficient if it gives the date the prior return was filed and contains a certified copy of such amendment or supplement and all other information required by this form which was not given in such prior return.

**3. Where to file.**—This form must be filed with the Internal Revenue Service Center with which the corporation is required to file its income tax return.

**4. Signature.**—The return must be signed either by the president, vice president, treasurer, assistant treasurer or chief accounting officer, or by any other corporate officer (such as tax officer) who is authorized to sign. A receiver, trustee, or assignee must sign any return which he is required to file on behalf of a corporation.

**FINAL RETURN**  
**U.S. Corporation Income Tax Return**  
 For calendar year 1972 or other taxable year beginning

Name: **CORDERO MINING COMPANY**  
 Number and Street: **P.O. Box 2880**  
 City or town, State, and ZIP code: **Dallas, Texas 75221**

Employer's Identification Number (EIN): **27-0100027**  
 Date of filing: **1973**  
 Filing status: **1**  
 Principal office location: **Dallas, Texas**

Business Code No. (See page 7 of instructions): **10**

**IMPORTANT**—Fill in all applicable lines and schedules. If the lines on the schedules are not sufficient, see instruction N.

<b>GROSS INCOME</b>	1	Gross receipts or gross sales	Less: Returns and allowances	1	-0-
	2	Less: Cost of goods sold (Schedule A) and/or operations (attach schedule)		2	1,204,450
	3	Gross profit		3	(1,204,450)
	4	Dividends (Schedule C)		4	
	5	Interest on obligations of the United States and U.S. instrumentalities		5	
	6	Other interest		6	44
	7	Gross rents		7	
	8	Gross royalties		8	
	9(a)	Net capital gains—(separate Schedule D)		9(a)	
	9(b)	Ordinary gain or (loss) from Part II, Form 4797 (attach Form 4797)		9(b)	(170,607)
	10	Other income (see instructions—attach schedule)		10	21,654
11	TOTAL income—Add lines 3 through 10		11	(1,353,359)	
<b>DEDUCTIONS</b>	12	Compensation of officers (Schedule E)		12	
	13	Salaries and wages (not deducted elsewhere)		13	
	14	Repairs (see instructions)		14	
	15	Bad debts (Schedule F if reserve method is used)		15	
	16	Rents		16	145,804
	17	Taxes (attach schedule)		17	13,356
	18	Interest		18	
	19	Contributions (not over 5% of line 28 adjusted per instructions—attach schedule)		19	
	20	Amortization (attach schedule)		20	
	21	Depreciation (Schedule G)		21	13,924
	22	Depletion		22	4,400
	23	Advertising		23	
	24	Pension, profit-sharing, etc. plans (see instructions)		24	31,958
	25	Employee benefit programs (see instructions)		25	7,479
	26	Other deductions (attach schedule)		26	
	27	TOTAL deductions—Add lines 12 through 26		27	216,921
	28	Taxable income before net operating loss deduction and special deductions (line 11 less line 27)		28	(1,570,280)
29	(a)	Net operating loss deduction (see instructions—attach schedule)	29(a)		
	(b)	Special deductions (Schedule I)	29(b)		
30	Taxable income (line 28 less line 29)		30	(1,570,280)	
<b>TAX</b>	31	TOTAL TAX (Schedule J)		31	-0-
	32	Credits: (a) Overpayment from 1971 allowed as a credit			
		(b) 1972 estimated tax payments			
		(c) Less refund of 1972 estimated tax applied for on Form 4466			
		(d) Tax deposited with Form 7004 (attach copy)			
		(e) Tax deposited with Form 7005 (attach copy)			
		(f) Credit from regulated investment companies (attach Form 2439)			
		(g) U.S. tax on special fuels, nonhighway gas and lubricating oil (attach Form 4136)			
33	TAX DUE (line 31 less line 32). See instruction G for depository method of payment		33		
34	OVERPAYMENT (line 32 less line 31)		34		
35	Enter amount of line 34 you want credited to 1973 estimated tax		35		
	Refunded				

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief it is true, correct, and complete. If prepared by a person other than the taxpayer, his declaration is based on all information of which he has any knowledge.

The Internal Revenue Service does not require a seal on this form, but if one is used, please place it here.

Date: \_\_\_\_\_ Signature of officer: \_\_\_\_\_ Title: \_\_\_\_\_

Date: \_\_\_\_\_ Signature of individual or firm preparing the return: \_\_\_\_\_ Preparer's address: \_\_\_\_\_ Emp. Ident. or S.S. No.: \_\_\_\_\_

CORDERO MINING COMPANY

SCHEDULE L

Comparative Balance Sheets

January 1, 1972 and December 31, 1972

	<u>Beginning of Year</u>	<u>End of Year</u>
<u>ASSETS</u>		
Cash	\$ 92,426	
Accounts Receivable		\$ 100
Loans to Stockholders	446,527	
Property, Plant & Equipment	\$373,148	
Less: Accumulated Depreciation	<u>113,979</u> 259,169	
Total Assets	\$ <u>798,122</u>	<u>100</u>
<u>LIABILITIES &amp; STOCKHOLDERS EQUITY</u>		
Accounts Payable	\$ 46,338	
Capital Stock:		\$ 100
Common Stock	75,000	
Retained Earnings	<u>676,784</u>	
Total Liabilities & Stockholders Equity	\$ <u>798,122</u>	<u>100</u>

CORDERO MINING COMPANY

Schedule M-1

Reconciliation of Income Per Books With Income Per Return

For the Year Ended December 31, 1972

NET LOSS PER BOOKS:		\$ (1,402,473)
Add:		
Pension costs booked but not paid		6,500
	Subtotal	\$ (1,395,973)
Deduct:		
Depletion		4,400
Loss on disposition of Power River		
Properties not recognized for Financial Book Purposes		169,907
Net Loss per tax return		\$ (1,570,280)

Schedule M-2

Analysis of Unappropriated Retained Earnings Per Books

Balance at beginning of year		\$ 676,784
Add:		
Liabilities Assumed by Sun Oil Co. (Delaware)	\$ 5,141,714	
Reduction of Capital Stock	74,900	
Deferred Credits transferred to Sun Oil Co. (Del.)	11,824	5,228,438
	SUBTOTAL	\$ 5,905,222
Deduct:		
Net loss per books	\$ 1,402,473	
Distributions: Cash	\$ 1,000	
Stock & other investments	354,138	
Property	4,129,361	4,484,499
Other decreases:		
Prepaid pension costs transferred to Sun Oil Company (Delaware)		18,250 5,905,222
Balance at end of year		\$ <u>-0-</u>

*Federal  
1972*

CORDERO MINING COMPANY

SCHEDULE L

Comparative Balance Sheets

January 1, 1972 and December 31, 1972

	<u>Beginning of Year</u>	<u>End of Year</u>
<u>ASSETS</u>		
Cash	\$ 92,426	
Accounts Receivable		\$ 100
Loans to Stockholders	446,527	
Property, Plant & Equipment	\$373,148	
Less: Accumulated Depreciation	<u>113,979</u> 259,169	
Total Assets	<u>\$ 798,122</u>	<u>100</u>
<u>LIABILITIES &amp; STOCKHOLDERS EQUITY</u>		
Accounts Payable	\$ 46,338	
Capital Stock:		
Common Stock	75,000	\$ 100
Retained Earnings	<u>676,784</u>	
Total Liabilities & Stockholders Equity	<u>\$ 798,122</u>	<u>\$ 100</u>

December 1972

SIXTH: The aggregate number of shares AUTHORIZED, itemized by classes, par value of shares, shares without par value and series, if any, within a class is: (State as of December 31, 1972).

<u>NUMBER OF</u> <u>shares</u> <u>AUTHORIZED</u>	<u>Class</u>	<u>Series</u>	<u>Par Value Per Share</u> <u>or statement that</u> <u>Shares are without</u> <u>Par Value</u>
1,000	Common		\$100.00

SEVENTH: The aggregate number of ISSUED shares, itemized by classes, par value of shares, shares without par value and series, if any, within a class is: (State as of December 31, 1972).

<u>NUMBER OF</u> <u>shares</u> <u>ISSUED</u>	<u>Class</u>	<u>Series</u>	<u>Par Value Per Share</u> <u>or statement that</u> <u>Shares are without</u> <u>Par Value</u>
1	Common		\$100.00

EIGHTH: A statement showing with reasonable detail the assets and liabilities as of December 31, 1972 or the fiscal year ending ..... 1972, is as follows: A balance sheet is preferred and may be attached if this space is not sufficient. General statements declaring the corporation is "solvent" — "assets exceed liabilities" — etc., do not comply with the statute and will not be accepted.

CORDERO MINING COMPANY  
Statement of Financial Position  
December 31, 1972

<u>ASSETS:</u>	
Notes Receivable	\$100.00
<b>TOTAL ASSETS</b>	<u>\$100.00</u>
<u>STOCKHOLDERS' EQUITY:</u>	
Capital Stock	\$100.00
<b>TOTAL STOCKHOLDERS' EQUITY</b>	<u>\$100.00</u>

Cordero Mining Company was liquidated 12/31/72.