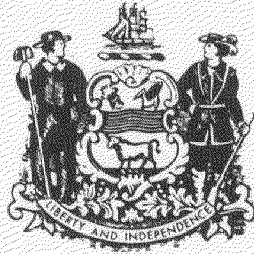


EXHIBIT 92

GC324-0880

#682930
APPROVED
By: SHG
Date: 2-2-88
Amount: 10.00
[Signature]

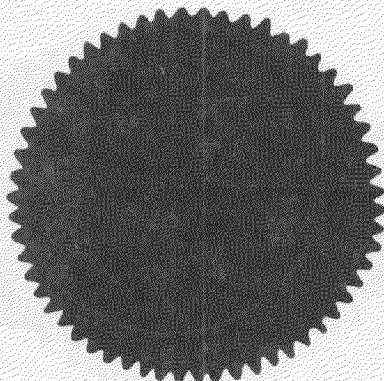


State of DELAWARE

Office of SECRETARY OF STATE

I, Michael Harkins, Secretary of State of the State of Delaware,
do hereby certify that the "DIAMOND SHAMROCK CHEMICAL LAND HOLDINGS INC.", filed
a Certificate of Amendment, changing its corporate title to "CHEMICAL LAND HOLDINGS,
INC.", on the fourth day of December, A.D. 1987, at 10 o'clock A.M.

In Testimony Whereof, *I have hereunto set my hand*
and official seal at Dover this eighteenth *day*
of January *in the year of our Lord*
one thousand nine hundred and eighty-eight.



Michael Harkins

Michael Harkins, Secretary of State



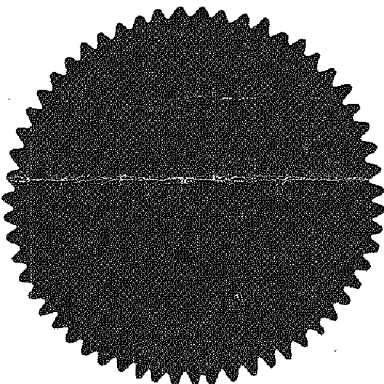
State
of
DELAWARE

Office of SECRETARY OF STATE

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a Certificate of Amendment, changing its corporate title to "CHEMICAL LAND HOLDINGS,
INC.", on the fourth day of December, A.D. 1987, at 10 o'clock A.M.

And I do hereby further certify that the aforesaid Corporation is duly
incorporated under the laws of the State of Delaware and is in good standing and has
a legal corporate existence so far as the records of this office show and is duly
authorized to transact business.

In Testimony Whereof, *I have hereunto set my hand*
and official seal at Dover this _____ *eighteenth* _____ *day*
of _____ *January* _____ *in the year of our Lord*
one thousand nine hundred and _____ *eighty-eight.*



Michael Harkins

Michael Harkins, Secretary of State

THE CORPORATION TRUST COMPANY



Associated with CT Corporation System

CORPORATION TRUST CENTER
1209 ORANGE STREET
WILMINGTON, DEL. 19801
(302) 658-7581

JAN 29 1988


MAILING ADDRESS:
P.O. BOX 631
WILMINGTON, DEL. 19899

RE: CHEMICAL LAND HOLDINGS, INC.
FORMERLY: DIAMOND SHAMROCK CHEMICAL LAND HOLDINGS, INC.

LAW DEPARTMENT
MAXUS ENERGY CORPORATION
ATTENTION: RHONDA BRAUCHT, LEGAL ASSISTANT
717 NORTH HARWOOD
DALLAS, TEXAS 75201

Attached for the permanent records of this corporation,
is the certified recorded copy of your document, which has
just been released by the Recorder of Deeds.

THE CORPORATION TRUST COMPANY


George J. Coyle
Assistant Vice-President

Enclosure

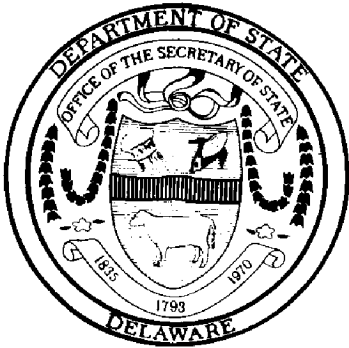
MAXUS0443850



Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF DIAMOND SHAMROCK PROCESS CHEMICALS, INC. FILED IN THIS OFFICE ON THE FOURTH DAY OF DECEMBER, A.D. 1987, AT 10 O'CLOCK A.M.

! ! ! ! ! ! ! ! ! !



Michael Harkins
Michael Harkins, Secretary of State

AUTHENTICATION:

DATE:

!1493591

12/08/1987

737338032

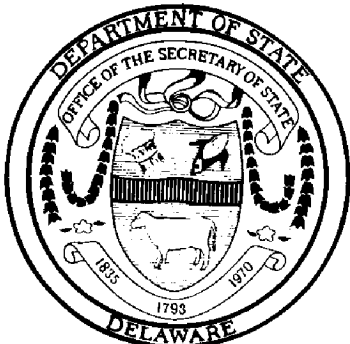
State of Delaware



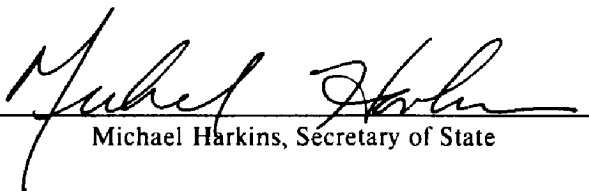
39905

Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE,
DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE
CERTIFICATE OF AMENDMENT OF DIAMOND SHAMROCK CHEMICAL LAND HOLDINGS
INC. FILED IN THIS OFFICE ON THE FOURTH DAY OF DECEMBER, A.D. 1987,
AT 10 O'CLOCK A.M.



737339032


Michael Harkins, Secretary of State

AUTHENTICATION: 1493592

DATE: 12/08/1987

737338032

FILED

DEC 4 1987

Michael J. ...
SECRETARY OF STATE

10 AM

CERTIFICATE OF AMENDMENT
OF

CERTIFICATE OF INCORPORATION

DIAMOND SHAMROCK CHEMICAL LAND HOLDINGS INC., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said corporation, by unanimous written consent of its members, filed with the minutes of the board, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation:

RESOLVED, that the Board of Directors hereby declares it advisable that the Corporation change its name, and in furtherance thereof that Article 1 of the Certificate of Incorporation be amended in its entirety to read as follows:

- 1. The name of the corporation is Chemical Land Holdings, Inc. (the "Corporation").

SECOND: That in lieu of a meeting and vote of the sole stockholder, the stockholder has given written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said DIAMOND SHAMROCK CHEMICAL LAND HOLDINGS INC. has caused this certificate to be signed by D. C. Mielke, its Vice President, and attested by D. H. Van Horn, its Assistant Secretary, this 21st day of October, 1987.

DIAMOND SHAMROCK CHEMICAL LAND HOLDINGS INC.

DIAMOND SHAMROCK CHEMICAL LAND HOLDINGS INC. CORPORATION

By D. C. Mielke
D. C. Mielke, Vice President

ATTEST:

By D. H. Van Horn
D. H. Van Horn
Assistant Secretary

7321/SUBMTGSI

RECEIVED FOR RECORD

DEC 15 1987

William M. Honey, Recorder

PLEASE RETURN TO
THE CORPORATION TRUST COMPANY

27.00

INDEXED