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Account Number : 075132001371
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FLORIDA PROFIT CORPORATION OR P.A.

PALM ORINOCO OIL COMPANY

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ARTICLES OF INCORPORATION OF PALM ORINOCO OIL COMPANY

The undersigned, acting as Incorporators of a Corporation under the Florida Business Corporation Act, adopt the following Articles of Incorporation.

ARTICLE I
NAME

The name of this Corporation is **PALM ORINOCO OIL COMPANY.**

ARTICLE II
DURATION

This Corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III
PURPOSE

The general purposes for which this Corporation is organized are the following:

A. To engage in and transact any lawful business for which a corporation may be incorporated under the Florida Business Corporation Act. No other purpose limits these general purposes in any way.

B. To do such other things as are incidental to the purposes of this Corporation, or necessary or desirable in order to accomplish them.

ARTICLE IV
CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is SIX THOUSAND **(6,000) shares** of Common Stock, having a par value of ONE HUNDRED AND 00/XX **($100.00)** dollars per share. All said shares shall be payable in cash, property, labor, or services at a valuation to be fixed by the Board of Directors.

ARTICLE V
ADDRESS

The address of the principal office of this Corporation is: c/o 6303 Blue Lagoon Drive, Suite 390, Miami, Florida 33126-6005.

ARTICLE VI
DIRECTORS

The number of Directors constituting the initial Board of Directors is Two (2). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one (1).

ARTICLE VII
INITIAL DIRECTORS / OFFICERS

The names and addresses of the initial Directors / Officers of this Corporation are:

ALONSO MORALES	Director, President and Treasurer	1300 SW 122 Avenue Apartment # 422 Miami, FL 33184
MARIO IRIARTE	Director, Vice-President and Secretary	12000 NE 16 Avenue Apartment K-900 North Miami, FL 33161

ARTICLE VIII
INCORPORATORS

The names and addresses of the Incorporators signing these Articles of Incorporation are:

ALONSO MORALES	1300 SW 122 Avenue Apartment # 422 Miami, FL 33184
MARIO IRIARTE	12000 NE 16 Avenue Apartment K-900 North Miami, FL 33161

ARTICLE IX
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial Registered Office of this Corporation is 6303 Blue Lagoon Drive, Suite 390, Miami, Florida 33126-6005, and the name of the initial Registered Agent at that address is Marquez & Marcelo-Robaina, P.A.

ARTICLE X
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the

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Stockholders, and approved at a Stockholders' Meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain Amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation, this 16th day of February, 2005.

ALONSO MORALES
Incorporator

MARIO IRIARTE
Incorporator

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority, personally appeared, ALONSO MORALES and MARIO IRIARTE, to me well known and known to me to be the persons described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that they executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 16TH day of February, 2005.

NOTARY PUBLIC STATE OF FLORIDA AT LARGE

CELIA M. NUNEZ
MY COMMISSION # DD 148721
EXPIRES, January 9, 2007
Bonded Thru Notary Public Underwriters

ACCEPTANCE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

I, the undersigned person, having been named as Registered Agent and to accept service of process for the above-stated Corporation at the place designated in this statement, hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

MARQUEZ & MARCELO-ROBAINA, P.A.

By
Jose M. Marquez, Esq.

DATE: February 16, 2005

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