P33171

Florida Department of State

Division of Corporations

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REGISTERED AGENT CHANGE

PETROBRAS AMERICA INC.

Certificate of Status	0
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STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, this statement of change is submitted for a corporation organized under the laws of the State of Delaware *in order to change its registered office or registered agent, or both, in the State of Florida.*

1. The name of the corporation: Petrobras America Inc.

2. The principal office address: 10777 Westheimer, Houston Texas 77042

3. The mailing address (if different): c/o Paul Aufrichtig, Esq., 300 East 42nd Street, New York, NY 10017

4. Date of ~~incorporation~~/qualification: 3/12/91 Document number: P-33171

5. The name and street address of the current registered agent and registered office on file with the Florida Department of State:

Aaron Sobel
2020 NE 163 Street, Suite 300
N.Miami Beach, FL 33162

6. The name and street address of the new registered agent (if changed) and /or registered office (if changed):

Jerome Goldman
20281 E. Country Club Drive, Suite 1715
(P.O. Box NOT acceptable)
Aventura, FL 33180

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The street address of its registered office and the street address of the business office of its registered agent, as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board, or the corporation has been notified in writing of the change.

/ Gustavo Tardin Barbosa
(Signature of an officer or director)

// Gustavo Tardin Barbosa
Company Secretary
(Printed or typed name and title)

I 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the corporation has been notified in writing of this change.

(Signature of Registered Agent)

April 28, 2006
(Date)

JEROME E. GOLDMAN

If signing on behalf of an entity:

Jerome E. Goldman
(Typed or Printed Name)

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