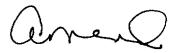
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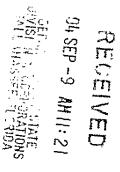


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Annual Report Fictitious Name Name Reservation	REGISTRATION QUALIFICATION Poreign Limited Partnersh Reinstatement Trademark	
	Other .	Examiner's Initials

TR2F031/9/92)

ARTICLES OF INCORPORATION PETRO IEA OIL & RETINING CORTORATION (PRESENT NAME) Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation: FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted) Directors shall now read as follows: ARELIANO, JOSE M (PRESIDENT) DELETE: JEJE CORAL WAY JE 308 migmi FL 33/45 US. Add: Agustin BARRES FAMJUL (PRESIDENT).

STE 308 MIAMI FL 33145

ARTICLES OF AMENDMENT

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows.

THIRD: The date of each amendment's adoption: Solution Of Amendment(s) (check one) The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval. The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately for each voting group entitled to votes cast for the amendment(s): "The number of votes cast for the amendment(s) was/were sufficient for approval by (voting group) The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required. The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder. The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required. Signed this Og day of Solution Was not required. Signature By the Chairman or Vice Chairman of the directors, President or after affect if adopted by the shareholders) OR (By a director if adopted by the directors) OR (By a director if adopted by the incorporators) Hernan Sufficer of Adopted by the incorporators) Hernan Sufficer of Adopted by the incorporators without shareholders are proporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity.		
The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval. The following statement must be separately for each voting group entitled to vote separately on each amendment(s): "The number of votes cast for the amendment(s) was/were sufficient for approval by	THIRD: The date of each	amendment's adoption: September 08, 2004.
The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately for each voting group entitled to vote separately on each amendment(s): "The number of votes cast for the amendment(s) was/were sufficient for approval by	FOURTH: Adoption of A	Amendment(s) (check one)
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