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FILED
96 APR -2 PM 1:00
SECRET
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 903968 6099A

AUTHORIZATION :

COST LIMIT : * PPD

ORDER DATE : April 2, 1996

ORDER TIME : 9:42 AM

ORDER NO. : 903968

CUSTOMER NO: 6099A

CUSTOMER: Ms. Laraine C. Charbonneau
MOYLE FLANIGAN KATZ FITZGERALD
& SHEEHAN
625 N. flagler Drive, 9th Floor
P. O. Box 3888
West Palm Beach, FL 33401

DOMESTIC FILING

NAME: IBEROIL CORPORATION

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: JENNIFER MORAN

EXAMINER'S INITIALS:

RECEIVED
96 APR -2 AM 11:08
DIVISION OF CORPORATION

24
4-4-96

ARTICLES OF INCORPORATION
OF
IBEROIL CORPORATION

FILED
96 APR -2 PM 1:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby establishes the following for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida providing for the formation, liability, rights, privileges and immunities of a Corporation for profit.

ARTICLE I

Name of Corporation

The name of this Corporation shall be IBEROIL CORPORATION (the "Corporation").

ARTICLE II

Mailing Address and Principal Place of Business

The mailing address and principal place of business of the Corporation is 11864 Pebblewood Drive, West Palm Beach, Florida 33414.

ARTICLE III

Purpose

This Corporation is organized for the following purposes:

- (a) To have and to exercise all the powers now or hereafter

conferred by the laws of the State of Florida upon corporations organized pursuant to the laws under which the Corporation is organized and any and all acts amendatory thereof and supplemental thereto.

- (b) For the purpose of transacting any or all lawful business.
- (c) To do any and everything pertinent to the above.

ARTICLE IV

Capital Stock

This Corporation is authorized to issue One Hundred (100) shares of One Dollar (\$1.00) par value common stock.

ARTICLE V

Preemptive Rights

Every Shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

Corporate Duration

This Corporation shall have perpetual duration unless sooner dissolved by law.

ARTICLE VII

Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 11864 Pebblewood Drive, West Palm Beach, Florida 33414, and the name of the initial registered agent of this Corporation at that address is Joaquin Bertran.

ARTICLE VIII

Initial Board of Directors

This Corporation shall have two (2) directors initially. The number of directors may be increased from time to time by the By-Laws but shall never be less than one (1). The names and addresses of the initial directors of this Corporation are as follows:

Joaquin Bertran	11864 Pebblewood Drive West Palm Beach, Florida 33414
Maria Diaz	11864 Pebblewood Drive West Palm Beach, Florida 33414

ARTICLE IX

By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

ARTICLE X

Indemnification

The Corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

FILED

ARTICLE XI

96 APR -2 PM 1:00

Incorporator

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The name and address of the person signing these Articles are as follows: Joaquin Bertran, 11864 Pobblewood Drive, West Palm Beach, Florida 33414.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this ____ day of April, 1996.

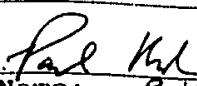

Joaquin Bertran

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

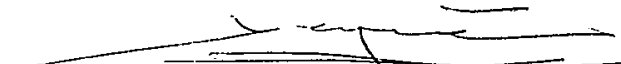
The foregoing instrument was acknowledged before me this 1st day of April, 1996, by Joaquin Bertran, as Incorporator of IBEROIL CORPORATION, on behalf of the Corporation, and he is personally known to me or has produced _____ as identification and did take an oath.

(NOTARY




Notary Name: Paul Krasker
Notary Public
Serial (Commission) Number _____
(if any) _____

I hereby accept appointment as Registered Agent of IBEROIL CORPORATION as provided in Article VII, hereof.


Joaquin Bertran
Registered Agent