

State of Idaho

Department of State.

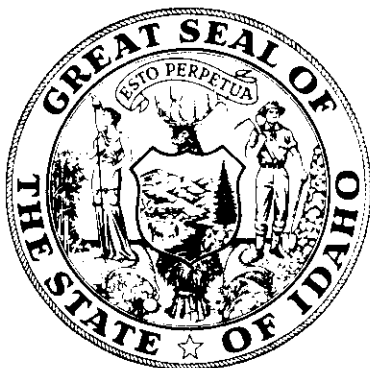
CERTIFICATE OF WITHDRAWAL OF

PETRO AMERICAN, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of PETRO AMERICAN, INC. for a Certificate of Withdrawal from this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Withdrawal and attach hereto a duplicate original of the Application for such Certificate.

Dated January 28, 19 88.



Pete T. Cenarrusa

SECRETARY OF STATE

[Signature]
Corporation Clerk

APPLICATION FOR
CERTIFICATE OF WITHDRAWAL

To the Secretary of State of the State of Idaho:

Pursuant to Section 30-1-119, Idaho Code, the undersigned corporation hereby applies for a Certificate of Withdrawal from the State of Idaho and for that purpose submits the following statement:

1. The name of the corporation is Petro American, Inc.
The name which it used in Idaho is Petro American, Inc.
2. It is incorporated under the laws of Colorado
3. It is not transacting business in the State of Idaho.
4. It hereby surrenders its authority to transact business in said state.
5. It revokes the authority of its registered agent in the State of Idaho to accept service of process and consents that service of process in any action, suit or proceeding based upon any cause of action arising in the State of Idaho during the time it was authorized to transact business therein may thereafter be made on it by registered or certified mail to the corporation at the address listed in item 6., below.
6. The post office address to which process against the corporation that may be mailed is c/o J. Scott Sellers; 2771 S. Roslyn St.; Denver, CO 80231
7. All sums due or accrued by this corporation to the State of Idaho have been paid.
8. All known creditors or claimants have been paid or provided for and the corporation is not involved in or threatened with litigation in any court in the State of Idaho.

By

Charles R. Jones

Its

President

And

J. Scott Sellers

Its

Secretary

STATE OF

Colorado

COUNTY OF

Denver

ss:

I, Nancy You Ewert

, a notary public, do hereby certify that on this

21st

day of

January

, 19 88

, personally appeared

before me

J. Scott Sellers

, who being by me first duly sworn,

declared that he is the

Secretary

of

Petro American, Inc.

that he signed the foregoing document as Secretary

of the corporation and

that the statements therein contained are true.

My Commission Expires August 9, 1988
550 Petroleum Bldg.
Denver, Colorado 80202

Nancy You Ewert
Notary Public