

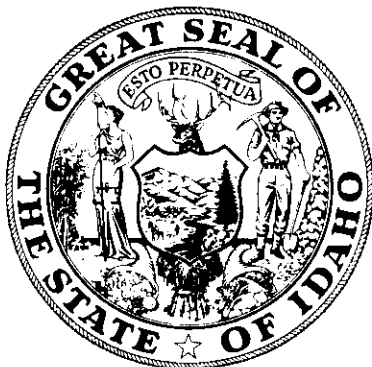
CERTIFICATE OF AUTHORITY
OF

IREX CORP.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of IREX CORP.
_____ for a Certificate of Authority to transact business in 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 Authority to IREX CORP.
to transact business in this State under the name IREX CORP.
_____ and attach hereto a duplicate original of the Application for such Certificate.

Dated September 21, 19 81



Pete T. Cenarrusa

SECRETARY OF STATE

Kenny Gausa

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho.

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is IREX CORP.
2. *The name which it shall use in Idaho is IREX CORP.
3. It is incorporated under the laws of Colorado
4. The date of its incorporation is July 30, 1979 and the period of its duration is perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is 1776 South Jackson Street, Denver, Colorado 80210
6. The address of its proposed registered office in Idaho is 300 North 6th Street Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is CT CORPORATION SYSTEM
7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
To engage in oil and gas exploration and any business related thereto.
8. The names and respective addresses of its directors and officers are:

Name	Office	Address
Kenneth D. Kirkland	Pres./Dir.	ALL AT:
Robert M. Roth	Secretary	
Alan C. E. Dille	Exec.V.P./Dir.	1670 Broadway, Ste. 3301
Jack D. Rule, Jr.	Treas./Dir.	Denver, Colorado 80202
Mark F. Luther	Asst. Secy.	
Joel M. Pashcow	Director	

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>50,000</u>	<u>Common</u>	<u>\$1.00</u>

(continued on reverse)

10. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
50,000	Common	\$1.00

50,000	Common	\$1.00
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11. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

12. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated September 4, 19 81

IREX CORP.

By

Kenneth C. Kuslan

Kenneth D. Kirkland, President

Its _____ President

and

Max Luther

Mark F. Luther, Asst. Secretary

Its _____ Secretary

STATE OF COLORADO)

) SS:

COUNTY OF DENVER

I, Beverly J. Greenfield, a notary public, do hereby certify that on
this 4th day of September, 19 81, personally appeared before
me Kenneth D. Kirkland, who being by me first duly sworn, declared that he
is the President of IREX CORP.

that he signed the foregoing document as President of the corporation and that the statements therein contained are true.

My commission expires April 22, 1983

Feverly J. Greenfield
Notary Public

~~Notary Public~~

*Pursuant to section 30-1-108(b)(1), **Idaho Code**, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.

MVA

FIRST The name of the corporation is THE OCEANIC RESOURCES EXPLORATION CORPORATION

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are: The transaction of all lawful business for which corporations may be incorporated pursuant to the Colorado Corporations Code.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is fifty thousand (50,000) shares of \$1 par value of which there are 10,000 shares outstanding.

FIFTH cumulative voting of shares of stock in full authorized

SIXTH Provisions limiting or denying to shareholders the preemptive right to acquire additional or treasury shares of the corporation are **Preemptive rights are denied.**

SEVENTH The address of the initial registered office of the corporation is [REDACTED]

REKMANAS PRYVA OLCHAKACHEN 1770 S. Jackson St., Denver, Colorado 80210
and the name of its initial registered agent at such address is: ROBERT M. RAY

EIGHTH Address of the place of business 1775 South Jerome Street
Denver, Colorado 80210

NINTH. The names of directors constituting the initial board of directors of the corporation as well as the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are: (A) Board of Directors:

NAME	ADDRESS
Kenneth E. Knepp	1776 S. JACKSON St., Denver, Col. 80210
Allen L. L...	1776 S. JACKSON St., Denver, Col. 80210
Jack R...	1776 S. JACKSON St., Denver, Col. 80210

ROLL 469

Arthur Goldberg
Selling Times
SECRETARY OF STATE OFFICE
705 Madison Ave., New York, NY 10017
705 Madison Ave., New York, NY 10017

TENTH The name and address of each incorporator is (At least 3.)

NAME	ADDRESS
Barton B. Gadowsky	295 Madison Ave., New York, NY 10017
Valerie A. Myers	295 Madison Ave., New York, NY 10017
Miriam L. Green	295 Madison Ave., New York, NY 10017

Dated: 11/15/72

STATE OF NEW YORK
COUNTY OF NEW YORK

I, Delmar E. Gault, a notary public, hereby certify that on the 28 day of July, 1979, personally appeared before me Barton R. Madonaky, Miriam H. Madonaky and Valerie A. Myers, who being by me first duly sworn, solemnly declared that they are the persons who signed the foregoing document as incorporators, and that the statements therein contained are true.

In witness whereof I have hereunto set my hand and seal this 25 day of July 1979

My organization expects

Subject: English

Note: This form is used **ONLY** IN DUPLICATION of original and carbon copy. **TYPE** in block letters, acceptable with **ATTACHMENT** on **REVERSE SIDE**. If there is no **ATTACHMENT**, **TYPE** in block letters on **REVERSE SIDE**. Please use **ink** or **letter size** type.

1990年1月1日以前，凡在北京市行政区域内，从事生产、经营活动的个体工商户，其应纳税额，按《北京市个体工商户管理暂行条例》及其实施细则的有关规定执行。

COMPUTER UPDATE COMPLETE

380995

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION

INTEGRATED RESOURCE EXPLORATION CORPORATION

Pursuant to the provisions of the Colorado Corporation Act, the undersigned corpore
adopts the following Articles of Amendment to the Articles of Incorporation

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FIRST: The name of the corporation is

INTEGRATED RESOURCE EXPLORATION CORPORATION

SECOND: The following amendment of the Articles of Incorporation was adopted by the
shareholders of the corporation on August 11, 1979, in the manner prescribed
by the Colorado Corporation Act.

THIRD: The amount

"FIRST: The name of the corporation is
IRREA CORP."

ARTICLES OF AMENDMENT

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THIRD The number of shares of the [] class of stock of the corporation, such as [] was [] of the number of shares of such class of stock of the corporation.

FOURTH The designations and number of shares of each class of stock entitled to vote thereon as a class were as follows:

Class	Number of Shares
[]	[]

FIFTH The number of shares voted for such amendment was [] and the number of shares voted against such amendment was [].

SIXTH The number of shares of each class entitled to vote thereon as a class voted for and against such amendment respectively was:

Class	Number of Shares Voted	
	For	Against
[]	[]	[]

SEVENTH The manner of effecting such amendment in which any exchange reclassification of shares provided for in the amendment shall be effected, is as follows (Note 2):

EIGHTH The manner in which such amendment effects a change in the amount of stated capital and the amount of stated capital as changed by such amendment, are as follows (Note 2):

N/A

Dated [] 19 []

INTEGRATED RESOURCES EXPLORATION CORPORATION

(Note 3)

Joseph M. Kirsland
President
Robert M. Roth
Secretary

(Note 4)

STATE OF COLORADO

County of []

Before me, [] a Notary Public in and for the said County and State, personally appeared [] who acknowledged before me

that he is the President of INTEGRATED RESOURCES EXPLORATION CORPORATION

a Colorado corporation and that he signed the foregoing Articles of Amendment as his free and voluntary act and deed for the uses and purposes therein set forth.

In witness whereof I have hereunto set my hand and seal this [] day of August,

A.D. 19 []

My commission expires []

RECORDED

INDEXED