Commonwealth of Gentucky OFFICE OF SECRETARY OF STATE

FRANCES JONES MILLS

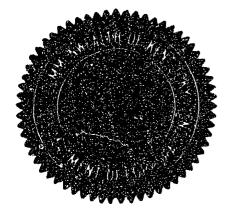


FRANKFORT.

FOREIGN LIMITED PARTNERSHIP CERTIFICATE OF AUTHORITY

I, FRANCES JONES MILLS, Secretary of State of the Commonwealth of

Kentucky, do hereby certify that certified copies of Articles of Limited Partnership of
QUATRO OIL VETTURES PROGRAM - 1980A of MINNEAPOLIS, MN
a limited partnership organized under the laws of the state of MINNESOTA
the home office address of which is 1614 HARMON PLACE, MINNEAPOLIS, MN 55403
have or has been filed in this office. This foreign limited partnership has complien
with the existing laws of the Commonwealth of Kentucky, and is now authorized to
transact business in this State, subject to the restrictions imposed by law.



SECRETARY OF STATE

Witness my official signature and seal of office at Frankfort,

Kentucky this 15TH day of

SISTANT SECRETARY OF STATE