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ABRAMS & ABRAMS, P.A.

DAVID S. ABRAMS
PERLA F. ABRAMS
LEONARD F. BAER
of Counsel

2100 PONCE DE LEON BOULEVARD
SUITE 1170
CORAL GABLES, FLORIDA 33134
TELEPHONE: (305) 445-2654
FAX: (305) 441-0900

January 16, 1996

000001695310
-01/23/96--01005--013
*****122.50 *****122.50

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32314

Re: **C-PROPERTIES, INC..**
8940 S.W. 112th Street
Miami, Florida 33176

FILED
JAN 22 AM 8:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sir or Madam:

Enclosed is an original and one copy of the Certificate of Incorporation for the above named corporation, the original of which is to be filed with your office. The remittance in the amount of \$122.50 is enclosed to cover the cost of same as follows:

Filing Fee	\$35.00
Registered Agent Fee	35.00
Certified Copy	52.50

I would appreciate your preparing a certified copy and returning the same to us by return mail at your earliest possible convenience.

Thank you for your prompt attention to this matter.

Very truly yours,

Perla Abram
PERLA F. ABRAMS

PFA:lg
encl.

B. REGISTER JAN 26 1996

**CERTIFICATE OF INCORPORATION
OF
C- PROPERTIES, INC.**

FILED
96 JAN 22 AM 8:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, hereby make, subscribe and acknowledge this Certificate of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

1. The name of the corporation shall be:

C- PROPERTIES, INC.

and its existence shall be perpetual.

2. The general nature of the business to be transacted shall be to transact any lawful business for which corporations may be incorporated under the laws of the State of Florida and to have all other powers provided by the laws of the State of Florida.

3. The capital stock of the corporation shall consist of 100 shares of \$1.00 Dollar par value.

4. The principal office of the corporation shall be:

8940 S.W. 112th Street, Miami, Florida 33176

5. The amount of capital with which the corporation shall begin business is \$1,000.00 Dollars.

6. The number of the directors shall be at least one (1) and the name and post office address of the first Board of Directors and Officers are:

<u>NAME</u>	<u>OFFICE</u>	<u>POST OFFICE ADDRESS</u>
Consuelo Guma	President	8940 S.W. 112th Street, Miami, Florida 33176
Virgilio Arturo Guma	Sec./Treasurer	8940 S. W. 112th Street, Miami, Florida 33176

7. The name and post office address of the subscribers to this Certificate of Incorporation, the number of shares they agree to take and the consideration thereof, the proceeds of which will amount to at least \$1,000.00 Dollars is as follows:

<u>NAME</u>	<u>NO. OF SHARES</u>
Virgilio Arturo Guma	30%
Consuelo Guma	30%
Marie Olligriv Guma Diaz	10%
Virgilio Arturo Guma, Jr.	10%
Marie Geraldine Guma	10%
Johanna Marie Guma	10%

8. The corporation designates DAVID S. ABRAMS, ESQ. 2100 Ponce De Leon Boulevard Suite 1170, Coral Gables, Florida, 33134, as its Resident Agent, to accept service of process within this State.

IN WITNESS WHEREOF, the undersigned hereby subscribed to this Certificate of Incorporation at Miami, Dade County, Florida, this 16th day of January, 1996.



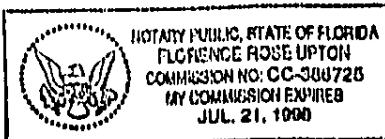
VIRGILIO ARTURO GUMA

STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared VIRGILIO ARTURO GUMA, sole subscriber, to me known to be the person described in and who executed the foregoing Certificate of Incorporation, who acknowledged before me that he subscribed thereto and did so for the purpose and uses therein mentioned and that DAVID S. ABRAMS, ESQ., consented to the appointment as Registered Resident Agent of the corporation to accept service of process within the State.

MY COMMISSION EXPIRES:



Florence Rose Upton
NOTARY PUBLIC

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act.

First that C-PROPERTIES, INC., desiring to organize under the laws of the State of Florida with its principal offices as indicated in the Certificate of Incorporation at Miami, County of Dade, State of Florida, has named DAVID S. ABRAMS, located at 2100 Ponce De Leon Boulevard, Suite 1170, Coral Gables, Florida, 33134, as Registered Resident Agent to accept Service of Process within this State.

Having been named to accept Service of Process for the above stated corporation at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.



DAVID S. ABRAMS

FILED
96 JAN 22 AM 8:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LAW OFFICES
ABRAMS & ABRAMS, P.A.

DAVID S. ABRAM
PERLA F. ABRAM
LEONARD F. ABRAM
of Counsel

2100 BAYVIEW BLVD. SUITE 1170
CORAL GABLES, FLORIDA 33134
TELEPHONE: (305) 443-2034
FAX: (305) 443-0903

P960000008126

November 4, 1996

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

500001937925--6
-11/06/96--01066--007
*****87.50 *****87.50

Re: C-Properties, Inc.

Dear Madam/Sir:

Transmitted herewith please find our check in the amount of \$87.50, representing your fee for filing the Articles of Amendment and cost for the certified copy on the above referenced corporation.

Thanking you for your attention in this matter, I remain,

Very truly yours,

Perla Abrams
PERLA F. ABRAMS, ESQ.

PFA/da
Encls.

FILED
96 NOV -6 PM 4:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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NC

**ARTICLES OF AMENDMENT
C-PROPERTIES, INC.**

We, the undersigned, hereby make, subscribe and acknowledge this Articles of Amendment for the purpose of Amending the Articles of Incorporation of C-PROPERTIES, INC., pursuant to Florida Statutes Section 607.1006 under the laws of the State of Florida.

1. The existing name of the corporation is C-PROPERTIES, INC.
2. The following Amendment was adopted on August 1, 1996:

The new name of C-PROPERTIES, INC., shall be
OIL TRADING CONSULTANTS, INC.,

3. The Amendment was adopted by unanimous consent of all the shareholders of C-PROPERTIES, INC.

IN WITNESS WHEREOF, the undersigned hereby subscribe to this Articles of Amendment of C-PROPERTIES, INC., at Miami, Dade County, Florida, this 28th day of August, 1996.

C-PROPERTIES, INC.

By


VIRGILIO ARTURO GUMA, President

FILED
95 NOV -6 PM 4:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA