

OCT-22-1996, 11:27

10/22/96

EMPIRE CORPORATE KIT

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

P.09/23

10/29 AM

((H96000014824 2))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: CONSOLIDATED OIL MANAGEMENT CORPORATION

AUDIT NUMBER.....H96000014824

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:
Help F1 Option Menu F2

NUM CAPS Connect: 00:15:1

FILED
96 OCT 22 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

8961-18680

10/22/96
LW

H96000014824

ARTICLES OF INCORPORATION
OF
CONSOLIDATED OIL MANAGEMENT CORPORATION

ARTICLE I
NAME

The name of this Corporation is CONSOLIDATED OIL MANAGEMENT CORPORATION.

ARTICLE II
PURPOSES

This Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under Chapter 607 of the Florida Statutes.

ARTICLE III
STOCK

This Corporation is authorized to issue 1,000,000 shares of common stock with a par value of \$.00 per share.

ARTICLE IV
REGISTERED AGENT

The street address of the initial registered office of this Corporation is 5201 BLUE LAGOON DRIVE, SUITE 100, MIAMI, FLORIDA 33126; and the name of the initial registered agent at that address is ROSA M. DE LA CAMARA, ESQUIRE.

ARTICLE V
DIRECTORS

This Corporation shall have two directors initially. The number of directors may be increased or diminished from time to time as provided in the Bylaws, but shall never be less than one. The name and address of the initial directors of this Corporation are:

FRANCISCO DE LA CAMARA
630 HAMPTON LANE
KEY BISCAYNE, FL 33149

ALBERTO DIAZ MASVIDAL
630 HAMPTON LANE
KEY BISCAYNE, FL 33149

ROSA M. DE LA CAMARA, ESQ.
FLORIDA BAR NO. 610173
5201 BLUE LAGOON DRIVE, SUITE 100
MIAMI, FLORIDA 33126

(305) 262-4433

H96000014824

H96000014824

**ARTICLE VI
INCORPORATOR**

The name and address of the incorporator of this Corporation is:

ROSA M. DE LA CAMARA, ESQUIRE.
FLORIDA BAR NO. 510173
5201 BLUE LAGOON DRIVE, SUITE 100
MIAMI, FLORIDA 33126

**ARTICLE VII
ADDRESS**

The principal office and mailing address of the corporation is:

630 HAMPTON LANE
KEY BISCAYNE, FLORIDA 33149

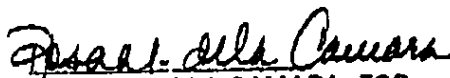
**ARTICLE VIII
INDEMNIFICATION**

This Corporation shall indemnify, defend, save and hold harmless and insure its officers and directors to the fullest extent permitted by law either now or hereafter.

**ARTICLE IX
PERPETUAL EXISTENCE**

This Corporation shall have perpetual existence unless sooner dissolved as provided by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 21st day of October, 1996.


ROSA M. DE LA CAMARA, ESQ.,
Incorporator

H96000014824

OCT-22-1996 11:28

EMPIRE CORPORATE KIT

P.12/23

H96000014824

ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT

The undersigned hereby accepts the appointment as registered agent contained
in the foregoing Articles of Incorporation.

Rosa M. de la Camara
ROSA M. DE LA CAMARA, ESQ.

ROSA M. DE LA CAMARA, ESQ.
FLORIDA BAR NO. 510173
8201 BLUE LAGOON DRIVE, SUITE 100
MIAMI, FLORIDA 33128

FILED
96 OCT 22 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01725_1

H96000014824