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Stephen E. Busker
ATTORNEY AT LAW

35 N. E. 40th STREET SUITE 305
MIAMI, FLORIDA 33137
TELEPHONE: (305) 576-3211
March 17, 1997

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

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-03/19/97--01027--008
***122.50 ***122.50

Re: Filing of new corporation: Commodity Referral Service, Inc.

Dear Sir or Madam:

Please find enclosed an original and copy of the Articles of Incorporation for Commodity Referral Service, Inc. and my trust account check payable to your order in the amount of \$122.50.

Please file said corporation and return to me a certified copy of said Articles.

If there are any questions regarding this corporation please contact me at the above address and or telephone number.

Thank you for your kind assistance in this matter.

Very truly yours

Stephen E. Busker
Stephen E. Busker

MAR 25

BSB

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97 MAR 19 AM 11:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
COMMODITY REFERRAL SERVICE, INC.

FILED

97 MAR 19 AM 11:55

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers of these Articles of Incorporation, a natural person competent to contract, hereby associates themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation is: COMMODITY REFERRAL SERVICE, INC., which will be doing business under the license of Kathy King.

ARTICLE II

The general nature of the business to be transacted by this corporation is: to generate leads (investors) for other licensed commodities dealers under the licensing of the National Futures Association (NFA).

This corporation shall not conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telephone, or cemetery company, a building and loan association, mutual fire insurance association, cooperative association internal benefit society, state fair, or exposition.

To conduct business in, have or more offices, in and buy, hold, mortgage, sell convey, lease or otherwise, patents, copyrights, trademarks, and licenses in the State of Florida, and in all other states and countries, where permitted by law.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes, and other evidence of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same or other character of business.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one-thousand (1000) shares of common stock without nominal or par value. The consideration to be paid for each share shall be fixed by the Board of Directors.

ARTICLE IV

The amount of capital with which this corporation will begin business is One-Thousand (\$1,000.00) Dollars.

ARTICLE V

The street address of the principal office of this corporation in the State of Florida, Miami, Dade County, Florida, is 12000 Biscayne Boulevard, Suite 504, Miami, Dade County, Florida. The board of directors may from time to time move the principal office in any other address in the State of Florida.

ARTICLE VI

This corporation is to exist perpetually.

ARTICLE VII

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the By-Laws adopted by the stockholders, but, shall never be less than two.

ARTICLE VIII

The names and address of the members of the first Board of Directors who unless otherwise provided by the By-Laws, shall hold office for the first year of existence of the corporation or until their successors are elected or appointed and have qualified are.

NAME:

ADDRESS:

RALEIGH NANASCA, Incorporator

11950 N. Bayshore Drive, Apt. 8-B
N. Miami, Florida 33181

KATHY KING, Incorporator

2171 N.E. 123rd Street
N. Miami, Florida 33181

ARTICLE IX

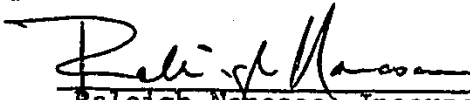
The name and address of each of the corporate officers of this corporation are:


RALEIGH NANASCA, President/Treasurer 11950 N. Bayshore Drive, Apt. 8-B
N. Miami, Florida 33181

KATHY KING, Vice President/Secretary 2171 N. E. 123rd Street
N. Miami, Florida 33181

ARTICLE X

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stock entitled to vote thereon, unless all of the directors sign a written statement manifesting their intention that a certain Certificate of Incorporation be made.


Raleigh Nanasca, Incorporator/
President

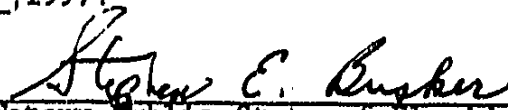

Kathy King, Incorporator/V. President

STATE OF FLORIDA)
COUNTY OF DADE) SS

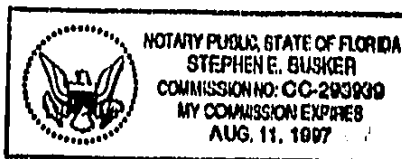
I HEREBY CERTIFY that on this day, before me, a Notary Public, duly licensed in the State of Florida, to take affirmations and acknowledgements personally appeared, Raleigh Nanasca, and Kathy King, to me personally known

to me and who produced State of Florida Driver's licenses to attest to their identity, to me known to be the persons described as the subscribers and incorporators in and who executed the foregoing Articles of Incorporation

WITNESS my hand and official seal in the county and state aforesaid
this 14th day of March, 1997.


Notary Public State of Florida at Large

Name of Notary: Stephen E. Busker
Commission No. CC 293939
Commission Expires: August 11, 1997



STATE OF FLORIDA
DEPARTMENT OF STATE

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Certificate designating place of Business for the Service of Process within the State, naming Agent upon whom Process may be served and addresses of the officers and Directors:

The following is submitted in compliance with Chapter 48.091, Florida Statutes:

COMMODITY REFERRAL SERVICE, INC.

A Corporation organized under the laws of the State of Florida with its principal place of business being 12000 Biscayne Boulevard, Suite 504, Miami, Dade County, Florida has named as its Registered Agent and Registered Office for Service of Process to be: Raleigh Nanasca, at Suite 504, 12000 Biscayne Boulevard, Miami, Dade County, Florida 33181.

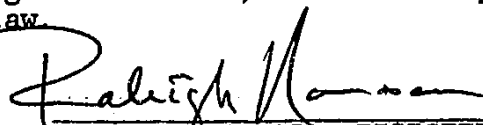
| <u>Officer:</u> | <u>Title</u> | <u>Address</u> |
|-----------------|--------------------------|--|
| Raleigh Nanasca | President/Treasurer | 11950 N. Bayshore Drive Apt. 8-B N. Miami, Florida 33181 |
| Kathy King | Vice President/Secretary | 2171 N. E. 123rd Street N. Miami, Florida 33181 |

Directors:

| | |
|-----------------|--|
| Raleigh Nanasca | 11950 N. Bayshore Drive Apt. 8-B N. Miami, Florida 33181 |
| Kathy King | 2171 N. E. 123rd Street Miami, Florida 33181 |

ACCEPTANCE:

I agree as Registered Agent to except Service of Process and to keep the registered office open during prescribed hours; to post my name (and any other officer of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in the office as required by law.



RALEIGH NANASCA, REGISTERED AGENT