

Cengroup Petroleum Corporation

**#1404 1501 Haro Street
Vancouver, BC V6G1G4
(604) 488-0474**

A Nevada Corporation

Issuer's Information Statement

For Broker-Dealer Due Diligence

Pursuant to Rule 15c2-11 §(a)(5)(i) - (a)(5)(xiii) and § (a)(5)(xvi)

Part A General Company Information

Item I: The exact name of the issuer and its predecessor (if any) and the dates of any name changes.

Cengroup Petroleum Corporation (“Company” or “Issuer”) was originally incorporated on June 8, 1999 in the State of Delaware as Distributed Logic Corp. On August 12, 2004 the Company became a Nevada Corporation through a merger with Istron Technologies and changed its name to Speedteq-Ti on November 19, 2004. Effective June 1, 2006 the Company changed its name to Cengroup Petroleum Corporation.

Item II: The address of its principal executive offices.

The principal executive offices of the Company are located in Vancouver, BC Canada at:

#1404 1501 Haro Street Vancouver, BC Canada V6G1G4

The telephone number is (604) 488-0474

The facsimile number is: Not available

The website address is: The Company at this time does not have a website.

The investor relations’ contact is: Investor Response (303) 531-6990

Item III: The state and date of incorporation, if it is a corporation.

Cengroup Petroleum Corporation was originally incorporated on June 8, 1999 in the State of Delaware as Distributed Logic Corp. On August 12, 2004 the Company became a Nevada Corporation through a merger with Istron Technologies and changed its name to Speedteq-Ti on November 19, 2004. Effective June 1, 2006 the Company changed its name to Cengroup Petroleum Corporation.

Item IV: The name and address of the transfer agent, if the security is not listed on any exchange, the transfer agent must be registered under the Exchange Act.

Routh Stock Transfer
5700 Plano Parkway, Suite 1000
Plano, TX 75093
(972) 381-2782

This transfer agent is registered under the Exchange Act. The regulatory authority of this transfer agent is the Securities and Exchange Commission.

Item V: The nature of the issuer’s business.

A. Business Development

Cengroup Petroleum Corporation, based in Vancouver B.C. Canada with secondary offices in Baku Azerbaijan, uses an innovative product to recover oil from spill areas while subsequently reclaiming and selling the resource at a significant profit. This process is identified as “R2.”

1. The form of the organization of the issuer;

Cengroup Petroleum Corporation is a Nevada Corporation.

2. The year the issuer (or any predecessor) was organized;

Cengroup Petroleum Corporation was originally incorporated on June 8, 1999 in the State of Delaware as Distributed Logic Corp. On August 12, 2004 the Company became a Nevada Corporation through a merger with Istron Technologies and changed its name to Speedteq-Ti on November 19, 2004. Effective June 1, 2006 the Company changed its name to Cengroup Petroleum Corporation.

3. The Issuer's fiscal year end date;

The issuer's fiscal year end date is December 31.

4. Whether the issuer (and/or any predecessor) has been in bankruptcy, receivership, or any similar proceeding;

The issuer has not been in bankruptcy, receivership or any similar proceeding.

5. Any material reclassification, merger, consolidation, or purchase or sale of a significant amount of assets not in the ordinary course of business;

Cengroup Petroleum Corporation is incorporated under the laws of the State of Nevada and was previously known as Distributed Logic Corp. incorporated with the State of Delaware on June 8, 1999. On November 15, 2004 the Company entered into an Asset Purchase Agreement with Speedteq-Ti, Inc. Speedteq-Ti is a manufacturer of high strength, affordable titanium fasteners with manufacturing facilities located in Phoenix, Arizona. On January 23, 2006 the Company had terminated its agreement with Speedteq-Ti of Arizona.

On June 1, 2006 the Company entered into an agreement with Neville Trevor and Associates to acquire all of their outstanding shares in a Share Exchange Agreement. As per the Agreement, the Company acquired all of the outstanding shares of Neville Trevor and Associates in exchange for 25 million shares of the Company's restricted common stock. On June 26, 2006 the Board approved a 1:2 forward stock split.

Neville Trevor and Associates has developed a business plan to recover surface oil in the Caspian Sea Region by method of absorption. Over the past five years they have developed a relationship of good will within the government in Azerbaijan.

In addition to the acquisition, the Board has appointed Neville Trevor as Chairman and CEO, and Terry Yakimovich as President. Both have spent the last five years researching and developing the oil absorption process and developing relationships within the Caspian Sea Region. Mr. Trevor is currently working in Baku, Azerbaijan. To better reflect the Company's new business model, the Board agreed to change its name to Cengroup Petroleum Corporation.

6. Any default of the terms of any note, loan, lease, or other indebtedness or other indebtedness or financing arrangement requiring the issuer to make payments.

There exists no default on the terms of any note, loan, lease or other indebtedness or financing arrangement requiring the issuer to make payments.

7. Any change of control;

Date Description

On November 15, 2004 the Company entered into an Asset Purchase Agreement with Speedteq-Ti. Inc. As per the Agreement Mr. Bradley Miller was issued 13.5 million shares of the Company's common stock, which was greater than 51% of the shares issued and outstanding, and was appointed Chairman and CEO.

On June 1, 2006 the Company entered into an agreement with Neville Trevor and Associates to acquire all of their outstanding shares in a Share Exchange Agreement. As per the Agreement, the Company acquired all of the outstanding shares of Neville Trevor and Associates in exchange for 25 million shares of the Company's restricted common stock which was greater than 51% of the shares issued and outstanding. On June 26, 2006 the Board approved a 1:2 forward stock split.

8. Any increase in 10% or more of the same class of outstanding equity securities;

Date Description

On November 15, 2004 the total number of outstanding shares increased by 13.5 million that were issued to Bradley Miller as per the Asset Purchase Agreement.

On June 1, 2006, the total number of outstanding shares increased by 25 million that were issued to Neville Trevor and Associates as per the Share Exchange Agreement. On June 26, 2006 the Board approved a 1:2 forward stock split.

9. Description of any past, pending or anticipated stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization;

On June 1, 2006 the Company entered into an agreement with Neville Trevor and Associates to acquire all of their outstanding shares in a Share Exchange Agreement. As per the Agreement, the Company acquired all of the outstanding shares of Neville Trevor and Associates in exchange for 25 million shares of the Company's restricted common stock which was greater than 51% of the shares issued and outstanding.

On June 26, 2006 the Board approved a 1:2 forward stock split.

10. Any delisting of the issuer's securities by any securities exchange or NASDAQ;

The issuer has not had any of its securities delisted by any securities exchange or NASDAQ.

11. Any current, past, pending or threatened legal proceedings or administrative actions either by or against the issuer that could have a material effect on the issuer's business, financial condition, or operations. State the names of the principal parties, the nature and current status of the matters, and the amounts involved.

There is no current past, pending or threatened legal proceedings or administrative actions either by or against the issuer that could have a material effect on the issuer's business, financial condition or operations.

B. Business of the Issuer

The issuer uses an innovative product to recover oil from spill areas while subsequently reclaiming and selling the resource at a significant profit. This process is identified as "R2."

1. The issuer's primary and secondary SIC codes;

The issuer's primary SIC code is 3463. The issuer currently does not have secondary SIC code.

2. Whether the issuer has never conducted operations, is in the development stage, or is currently conducting operations.

The Company is currently in the development stage.

3. The names of any parent, subsidiary, or affiliate of the issuer, and describe its business purpose, its method of operation, its ownership, and whether it is included in the financial statements attached to this disclosure document.

The company has no parent, subsidiary or affiliate companies.

4. The effect of existing or probable governmental regulations on the business;

There is no direct governmental regulation overlooking the company or its products and services.

5. An estimate of the amount spent during each of the last two fiscal years on research and development activities, and if applicable, the extent to which the cost of such activities are borne directly by customers;

There have been no significant expenditures on research and development activities, in the past two years, by the Company.

6. Costs and effects of compliance with environmental laws (federal, state and local);

There are no direct costs.

7. Total number of employees and number of full time employees;

The Company employs two (3) full time employees which receive no compensation.

C. Investment Policies

1. Investments in real estate or interests in real estate. Indicate the types of real estate in which the issuer may invest, and describe the method (or proposed method) of operating and financing these properties. Indicate any limitations on the number or amount of mortgages that may be placed on any one piece of property.

The issuer does not intend to invest in real estate and currently has no plans to acquire fee ownership interests in real estate.

2. Investments in real estate mortgages. Indicate the types of mortgages and the types of properties subject to mortgages in which the issuer plans to invest. Describe each type of mortgage activity in which the issuer intends to engage, such as originating, servicing and warehousing, and the portfolio turnover rate.

The issuer does not intend to invest in real estate mortgages.

3. Securities of or interests in persons primarily engaged in real estate activities. Indicate the types of securities in which the issuer may invest and the investment policies of such persons.

The issuer does not intend to invest in securities or interests in persons primarily engaged in real estate activities.

Item VI: The nature of products or services offered.

1. Principal products or services, and their markets;

The Opportunity

The Caspian Sea countries of Azerbaijan and Kazakhstan have vast quantities of oil contaminated areas. These countries will be the initial focus of operations for CenGroup. It is estimated that 250 million barrels of oil is lost annually in the Caspian Sea region with an approximate valuation of US\$5 billion.

According to the Oil Spill Preparedness Regional Initiative (OSPRI) the Caspian Sea, Black Sea, and Central Eurasia regions emerged as the fastest growing sources of global oil supply in the '90's. Approximately 160 million metric tons of crude oil and products per year will be shipped from various facilities in the Caspian/Black Sea region by 2010.

Azerbaijan's oil production alone is expected to increase five-fold. With additional production and distribution comes the unfortunate reality of more spills. Inefficient oil spill cleanup equates to greater harm to ecosystems, business and government credibility.

The Business Model

CenGroup has acquired a license for MOP™ (Maximum Oil Pickup) from New Jersey based EnviroMop™, LLC. MOP has absorption capacity of 30 times its weight in oil pickup and is the prime ingredient in the Company's operating plan. MOP will be used to absorb the oil which will then be sold to the oil industry at a profit.

The following factors create an exceptionally favorable environment for CenGroup's business model.

- **Supply:** Current estimates of oil loss 'reserves' are at 250 million barrels.
- **Demand:** The world oil prices are at near all time highs.
- **First Entry:** There are currently no oil reclamation businesses in the Caspian Sea region; or anywhere else in the world at this time.
- **Political:** Management plans to establish R2 projects in this region have been in development for many years. Due to several factors, the political state is exceptionally more conducive to foreign investment.

The Strategic Development Plan

CenGroup has developed and started execution of a Strategic Development Plan. The Plan has four phases in which two have already been completed. CenGroup is currently in Phase III of the Plan. The Phases are as follows:

Phase I

- Investigate Caspian Sea oil contaminated areas and conduct exploratory tests to prove the viability of the concept.
- Establish relationships with government and industry officials in Azerbaijan.
- Conduct off-site and on-site tests with various sorbent products and make a selection which best fits the Company's business model.

Status: COMPLETE

Phase II

- Negotiate Exclusive Licensing Agreement with EnviroMop, LLC of New Jersey, and the world wide licensor of unique, leading - edge environmentally friendly sorbent products.
- Negotiate an agreement through EnviroMop with the patent holder to design and build a sorbent manufacturing facility with production capability of at least ten tons per day, for installation on site in Baku, Azerbaijan.
- Conduct beta tests in Baku, Azerbaijan.
- Establish a working relationship with SOCAR, Azerbaijan's national oil company and refinery.
- Establish a relationship with the Azerbaijan representatives of the World Bank.

- Demonstrate and receive acceptance for EnviroMop products from various Azerbaijan government departments including the Navy.
- Make agreement with Azerbaijan cement manufacturing plant to purchase used sorbent for fuel.

Status: COMPLETE

Phase III

- Obtain funding through sale of public shares to finance the business model.
- Build ten ton/day sorbent manufacturing facility in USA, disassemble, ship and re-assemble in Baku, Azerbaijan.
- Purchase sorbent from EnviroMop, LLC and ship to Azerbaijan to commence operations while waiting upon delivery of manufacturing plant.
- Survey work sites.
- Set up office in Baku. Hire personnel as required.
- Hire and train site supervisors and R2 teams.
- Purchase small equipment and lease large equipment as required.
- Begin oil production with USA manufactured sorbent.
- Upon assembly of the manufacturing plant, train supervisors and operating team.
- Begin production of sorbent in Baku, April 1st, 2007.
- Add field staff and work teams to increase oil production to capacity.

Phase IV

- Operate the sorbent manufacturing plant at full capacity for a full year.
- Construct additional manufacturing plants in the Caspian area throughout Azerbaijan and Kazakhstan.
- Expand clean-up and recovery operations throughout the Caspian Sea region.

The Process

The following are the basic steps of the “R2” process:

- First, an area is selected and surveyed. A typical oil contaminated area is a body of water with oil on the surface.
- The working area is enclosed with a sorbent boom, which is simply a number of large sorbent pillows leashed together to contain the oil within.
- Sorbent pellets are blown onto the entire surface of the oil saturated area contained by the boom.
- Skimmer boats and/or labor is used to collect the oil saturated sorbent. The material is then processed through a series of conveyers, wringers and holding tanks.
- Tanker trucks from the Batumi Oil Refinery in Georgia pick up the oil on site.
- The spent sorbent is collected in a bin container and sold to a local cement plant where it is used for fueling their kilns. Sale of oil-saturated sorbent is an additional profit center for CenGroup.

Regional Familiarity

The Company's Vice President and Azerbaijan Manager is a Canadian resident fluent in English and Russian who has lived in Baku for the past ten years. He owns and operates businesses in Azerbaijan and Kazakhstan working within the oil community.

The Environment

We find ourselves in a time of great concern for not only energy efficiency due to current oil prices, but also for the environment. CenGroup cleans the environment in two ways; first, by gathering materials used in everyday packaging and recycling them and second, by using the recycled material to reclaim oil.

Economics and Margins

As stated earlier there are more than 250 million barrels of 'lost' oil in the Caspian region with an approximate valuation of US\$5 billion. The factors of low material and labor costs combined with higher return from reclamation makes for attractive economies of scale.

2. Distribution methods of the products or services;

State Oil Company of Azerbaijan Republic (SOCAR) is the government-owned entity responsible for all aspects of exploration and development related to oil and gas fields both onshore and offshore for the Republic of Azerbaijan. One of the largest companies in the world, it employs 70,000 people. Since 1994, SOCAR has signed 25 major production sharing agreements (PSAs) with consortiums of foreign oil companies, plus two major pipeline agreements-BTC (Baku-Tbilisi-Ceyhan) and SCP (Southern Caucasus Pipeline). The Company has developed a relationship with SOCAR as a primary distribution partner.

3. Status of any publicly announced new product or service;

On July 12, 2006 the issuer chose EnviroMop(TM) LLC, a manufacturer of hydrophobic cellulose-based sorbent material, to provide the sorbent which will be used to clean up and recover the approximately 250 million barrels of spilled oil lying on the water and land in Azerbaijan, with nearly 1 million new barrels of oil leaking to the surface each year.

Other than those listed above, there are currently no new products or services that have been publicly announced.

4. Competitive business conditions, the issuer's competitive position in the industry, and methods of competition;

There is currently no known competition in producing oil using sorbent products. MOP (Maximum Oil Pickup) sorbents are possibly the first patented products with the absorption capacity to recover lost oil economically. Consequently, there is no comparative available to assure success of the Company's business plan. There are various companies that are in the oil cleanup business that could cause the company to be

in very competitive circumstances. Also many of the producing companies are aware of the concern of the local population and the regulators regarding pollution and those production companies could provide or be required to provide clean up services. This could be an opportunity or it could pose a threat to the business of the Company. Should the producers determine to provide all products and services outside the Company the business of the Company will be negatively impacted. Should the regulations require clean up activity that does not utilize the Company's products the business will be negatively impacted.

6. Dependence on one or a few major customers;

The company is currently dependent on EnviroMop for its sorbent material and SOCAR as a primary customer.

7. Patents, trademarks, licenses, franchises, concessions, royalty agreements, or labor contracts, including their duration;

The company does not hold and patents, trademarks, licenses, franchises, concessions, or labor contracts. However the Company is offering a royalty through a Private Placement Offering. The royalty is exclusive to the Company's operations in Baku Azerbaijan and is to last the life of those operations.

8. The need for government approval of principal products or services. Discuss the status of any requested government approvals.

The issuer is dependent on the government of Azerbaijan approval for collection and distribution of oil.

Item VII: The nature and extent of the issuer's facilities.

1. Describe the general character and locations of all materially important properties held or intended to be acquired by or leased to the issuer, and describe the present or proposed use of such properties and their suitability and adequacy for such use. Properties not yet acquired should be identified as such:

The issuer does lease a 500 square meter facility in Baku, Azerbaijan which contains offices and warehouse space for sorbent storage, and will be the site for the sorbent manufacturing plant.

2. State the nature of the issuer's title to, or other interest in, such properties and the nature and amount of all material mortgages, liens or encumbrances against such properties. Disclose the current principal amount of each material encumbrance, interest and amortization provisions, prepayment provisions, maturity date and the balance due at maturity assuming no prepayments:

The issuer does not hold title to any real property.

3. Outline briefly the terms of any lease or any of such properties or any option or contract to purchase or sell any of such properties:

The issuer does lease a 500 square meter facility in Baku, Azerbaijan in a month to month lease at \$2,000 per month.

4. Outline briefly any proposed program for the renovation, improvement or development of such properties, including the estimated cost thereof and method of financing to be used. If there are no present plans for the improvement or development of any unimproved or undeveloped property, so state and indicate the purpose for which the property is to be held or acquired:

The issuer does not now, and has no plans to hold title to, or fee interest in any real property, nor does it hold options, contracts or rights to purchase interest in real estate.

5. Describe the general competitive conditions to which the properties are or may be subject:

The issuer does not now, and has no plans to hold title to, or fee interest in any real property, nor does it hold options, contracts or rights to purchase interest in real estate.

6. Include a statement as to whether; in the opinion of the management of the issuer, the properties are adequately covered by insurance.

In the opinion of the management of the issuer, the leased property is adequately covered by insurance.

7. With respect to each unimproved property, which is separately described, provide the following in addition to the above.

a. Occupancy rate:

This item is not applicable to this company.

b. Number of tenants occupying 10% or more of the rentable square footage and principal provisions of each of their leases:

This item is not applicable to this company.

c. Principal business, occupations and professions carried on within, or from the building(s):

This item is not applicable to this company.

d. The average effective annual rental per square foot or unit:

This item is not applicable to this company.

e. Schedule of the lease expirations for each of the next ten years:

i. The number of tenants whose leases will expire:

This item is not applicable to this company.

ii. The total area in square feet covered by such leases:

This item is not applicable to this company.

iii. The annual rental represented by such leases:

This item is not applicable to this company.

iv. The percentage of gross annual rental represented by such leases:

This item is not applicable to this company.

f. Each of the properties and components thereof upon which depreciation is taken, setting forth the:

i. Federal tax basis:

This item is not applicable to this company.

ii. Rate:

This item is not applicable to this company.

iii. Method:

This item is not applicable to this company.

iv. Life claimed with respect to such property or component thereof for purposes of depreciation:

This item is not applicable to this company.

g. The realty tax rate, annual realty taxes and estimated taxes on any proposed improvements:

The issuer does not hold title to, or fee interest in any real property, nor does it hold leases, options, contracts or rights to purchase interest in real estate.

Part B Share Structure and Issuance History

Item VIII: The exact title and class of each class of securities outstanding.

The corporation has authorized one class of securities, a voting common stock.
Cengroup Petroleum Corporation - voting common stock
CUSIP- 15132G 10 3
Trading Symbol – CPCO

Item IX: The par or stated value of each class of security.

The issuer's common voting stock has a par value of \$0.001 per share.
The issuer's preferred stock has a par value of \$0.001 per share.

Item X: The number of shares or total amount of the securities outstanding for each class of securities outstanding, and a list of securities offerings, in the past two years.

a. Number of shares authorized.

b. Number of shares outstanding.

c. Number of shares freely tradable (public float).

d. Total number of shareholders.

1. As of the end of the issuer's most recent fiscal year end.

As of the period ended December 31, 2005, the company had common shares outstanding as follows:

24,200,000 common shares issued and outstanding.
200,000,000 common shares authorized.
25,000,000 preferred shares authorized.
12,000,000 freely tradable shares.
There were a total of 14 shareholders

2. As of the end of the issuer's most recent quarter.

As of the period ended June 30, 2006, the company had common shares outstanding as follows:

24,774,000 common shares issued and outstanding.
200,000,000 common shares authorized.
25,000,000 preferred shares authorized.
12,000,000 freely tradable shares.
There were a total of 14 shareholders

3. As of the date this disclosure document was compiled.

As of the period ended September 30, 2006 the company had common shares outstanding as follows:

99,548,000 common shares issued and outstanding.
200,000,000 common shares authorized.
25,000,000 preferred shares authorized.
12,000,000 freely tradable shares.
There were a total of 14 shareholders

Item XI: List of securities “offerings” and shares issued for services in the past two years.

The Company is offering units of Investment of 16,000,080 common restricted shares of Cengroup Petroleum Corporation plus a royalty of .05% of all revenues from MOP of Baku operations. The units are offered at a minimum price of \$10,000.00. These units are offered for sale directly by the Company.

These securities are offered pursuant to an exemption from registration with the United States Securities and Exchange Commission ("The Commission") contained in sections 3(b) and 4(2) of the Securities Act of 1933 and Rule 506 of Regulation D promulgated there under. No registration statement or application to register these securities has been or will be filed with the Commission or any state securities commission. These securities are subject to restrictions of transferability and resale and may not be transferred or resold except as permitted under the Securities Act of 1933, as amended, and the applicable state securities laws, pursuant to the registration or exemption there from. Investors should be aware that they may be required to bear the financial risk of this investment.

Item XII: The name of the chief executive officer, members of the board of directors, as well as counsel, accountants, and public relations consultant.

A. Officers and Directors. Provide the full names, business addresses, employment histories (for the past 10 years), positions held, responsibilities and employment dates, board memberships, other affiliations, compensation and number of securities (specify each class) beneficially owned by each person as of the date of this information statement.

1. Executive Officers

Name Position Other Affiliations Shares

<u>Name</u>	<u>Position</u>	<u>Shares/Compensation</u>
Major Neville Trevor	Chairman and Director	50 Million Shares/No Compensation
Terry Yakimovich	President and Director	No Shares or Compensation
George Pugach	Director	No Shares or Compensation

2. Directors;

Name Position Other Affiliations Shares

<u>Name</u>	<u>Position</u>	<u>Shares/Compensation</u>
Major Neville Trevor	Chairman and Director	50 Million Shares/No Compensation
Terry Yakimovich	President and Director	No Shares or Compensation
George Pugach	Director	No Shares or Compensation

Major Neville Trevor, (ret.) has over 25 years experience in environmental clean ups including chemical spills, biological hazards, nuclear radiation, and planning for major disasters such as large airplane crashes, etc. He has operated Neville Trevor & Associates for 25 years providing international services to oil drilling companies and mining companies, part ownership of a mining company.

Terry Yakimovich has over 20 years of experience in the application of financial and managerial expertise in a broad range of industries including entrepreneurial and fast-paced environments, high end retail, and with large scale engineering projects in which the focus is on maintaining optimum cash flow, monitoring budgeted and contractual targets, preparation of government reporting, and maintaining rigid reporting schedules.

George Pugach, a Canadian resident in Baku for the last 10 years, owns and operates businesses in Azerbaijan and Kazakhstan working within the oil community, George is fluent in English and Russian and has on staff two Azari PHD's in ecology.

3. General Partners;

None

4. Control Person(s);

A. List of shareholders holding more than 10% of any class;

Neville Trevor and Associates – 50,000,000 Shares

B. Legal/Disciplinary History. Identify whether any of the foregoing persons have in the last five years, been the subject of:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);

None of the foregoing persons have been the subject of a conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding.

2. The entry of an order, judgment, or decree not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such a person's involvement in any type of business, securities, commodities, or banking activities;

None of the foregoing persons have been the subject of any order, judgment, or decree, that permanently or temporarily enjoined, barred, suspended or otherwise limited such a person's involvement in any type of business, securities, commodities, or banking activities

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the SEC, the CFTC, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated;

None of the foregoing persons have been the subject of any finding or judgment by a court of competent jurisdiction (in a civil action), the SEC, the CFTC, or a state securities regulator of a violation of federal or state securities or commodities law

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred, suspended or otherwise limited such person's involvement in any type of business or securities activities.

None of the foregoing persons have been the subject of any order by a self-regulatory organization that permanently or temporarily barred, suspended or otherwise limited such person's involvement in any type of business or securities activities.

C. Disclosure of Certain Relationships. Describe any relationships existing among and between the issuer's officers, directors and shareholders.

There are no relationships existing among and between the issuer's officers, directors and shareholders.

1. To the extent not otherwise disclosed, describe all relationships and affiliations among and between the shareholders and the issuer, its predecessors, its present and prior officers and directors, and other shareholders.

There are no relationships or affiliations among and between the shareholders and the issuer, its predecessors, its present and prior officers and directors, and other shareholders that have not been previously disclosed.

D. Disclosure of Conflicts of Interest. Describe any related party transactions or conflicts of interests. Provide a description of the circumstances, parties involved and mitigating factors for any related party transactions or executive officer or director with competing professional or personal interests.

There are no related party transactions or conflicts of interest

Item XIII: Beneficial Owners. To the extent not otherwise disclosed in response to the foregoing, provide a list of the names, addresses and shareholdings of all persons holding more than five percent (5%) of any class of the issuer's equity securities. Set forth below are the names, addresses, shareholdings in the company's stock, of all persons who beneficially own or control, directly or indirectly, more than 5% of the Company's outstanding common stock.

There are no persons who beneficially own or control more than 5% of the company's outstanding stock that have not already been disclosed.

1. To the extent not otherwise disclosed, if any of the above shareholders are corporate shareholders, provide the disclosure as to person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders.

Not applicable to this company.

Item XIV: The name of any outside providers that advise the issuer on matters relating to the operations, business development and disclosure. The information should include the advisor(s) name, address, telephone and email address.

1. Investment Banker;

None

2. Promoters;

None

3. Counsel;

Blume Law Firm PC; Phoenix, AZ

4. Accountants or Auditor, clearly describe if an outside accountant provides audit or review services;

A. State the work done by the outside accountant.

The Company has never retained the services of an outside audit or review service.

B. Describe the responsibilities of the accountant and the responsibilities of management.

An internal bookkeeper maintains the financial records of the company.

5. Public Relations Consultant(s);

None

6. Investor Relations Consultant;

Investor Response
5650 Greenwood Plaza, Suite 105
Greenwood Village, CO 80111
(303) 531-6990

7. Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure documentation.

None

Part D Financial Information

Item XV: Adequate disclosure of the issuer's (or its predecessor's) current financial position, which should include the most recent fiscal year and any interim quarters.

The company has filed or will file immediately, with the Pink Sheets LLC, a balance sheet, statement of Profit and Loss, a statement of cash flow and a statement of changes in shareholders equity dated as of the Fiscal Year End of December 31, 2005, and second quarter ending date June 30, 2006 prepared in accordance with U.S. generally accepted accounting principals (U.S. GAAP).

A. Provide a summary of the types of information that the Company will provide to shareholders in the future and the schedule for providing this information.

The company will provide to shareholders in the future, an quarterly report including balance sheet, statement of Profit and Loss, a statement of cash flow and a statement of changes in shareholders equity prepared in accordance with U.S. generally accepted accounting principals (U.S. GAAP). The company will provide this information not later than 45 days after each of the company's fiscal quarters. The next scheduled distribution of this information is not later than November 15, 2006 for the quarter ending September 30, 2006.

Item XVI: Similar financial information for such part of the two preceding fiscal years as the issuer or its predecessor has been in existence: If financial information is not available for these periods, please indicate the reason.

The company has filed or will file immediately, with the Pink Sheets LLC, a balance sheet, statement of Profit and Loss, a statement of cash flow and a statement of changes in shareholders equity dated as of their preceding two fiscal year ends, prepared in accordance with U.S. generally accepted accounting principals (U.S. GAAP).

Item XVII: Whether any quotation is being submitted or published directly or indirectly on behalf of the issuer, or any director, officer or any person, directly or indirectly the beneficial owner of more than 10 percent of the outstanding units or shares of any equity security of the issuer, or at the request of any promoter for the issuer, and, if so, the name of such person, and the basis for any exemption under the federal securities laws for any sales of such securities on behalf of such person:

There is no quotation being submitted or published directly or indirectly on behalf of the issuer, or any director, officer or any person, directly or indirectly, the beneficial owner of more than 10 percent of the outstanding units or shares of any equity security of the issuer, or at the request of any promoter for the issuer,

Tradability Opinion Letter issued by Counsel.

A. Attach as an exhibit any opinion by issuer's counsel stating that any securities of the issuer may be sold pursuant to an exemption from registration under Section 5 of the Securities Act of 1933, as amended.

The Company currently has no opinions by issuer's counsel.

Item XVII: Certain Risk Factors.

The Company faces some risks, many of which are particular to the industry, while some are normal for the developmental stage of the Company. Management has considerable expertise in new venture initiation, and believes the practical, hands-on elements of this business, coupled with the relatively simple business and operation models, provide a risk-managed platform for growth. The Company's risks include:

Competition:

There is currently no known competition in producing oil using sorbent products. MOP sorbents are possibly the first patented products with the absorption capacity to recover lost oil economically. Consequently, there is no comparative available to assure success of the Company's business plan. There are various companies that are in the oil cleanup business that could cause the company to be in very competitive circumstances. Also many of the producing companies are aware of the concern of the local population and the regulators regarding pollution and those production companies could provide or be required to provide clean up services. This could be an opportunity or it could pose a threat to the business of the Company. Should the producers determine to provide all products and services outside the Company the business of the Company will be negatively impacted. Should the regulations require clean up activity that does not utilize the Company's products the business will be negatively impacted.

Corruption:

Baku, the capital of Azerbaijan, is also the headquarters of the State Oil Company of the Azerbaijan Republic (SOCAR). SOCAR is the largest employer in Azerbaijan. SOCAR is also perceived by many to be the largest corrupt organization in a country notorious for crooked dealings. SOCAR's most strident opponents view the company as a tool for lining the pockets of President Ilham Aliyev, his family, and his closest advisors with oil profits. Less severe critics have called for more financial transparency in

SOCAR's apportioning of Azerbaijan's oil wealth. Virtually no accountability and no method of controlling the conduct of SOCAR exist in a form as we know it. This corruption could result in the termination of existing arrangements with the Company that would negatively impact the operations of the Company. In addition, should bribes or other forms of payments be required, the Company will not be able to compete in that environment determining not to provide for illegal kickbacks to officials. The policy of the Company shall be in compliance with all regulations and in particular the American Foreign Corrupt Practices Act.

Politics:

Another concern for investors is Azerbaijan's Nagorno-Karabakh region. Nagorno-Karabakh, located in the southwest of the country, is a mountainous area of 4,400 square kilometers situated inside the national borders of Azerbaijan. The majority of the Nagorno-Karabakh region's inhabitants are ethnic Armenians, and when perestroika initiated the breakup of the Soviet Union states in 1988, many began to demonstrate for independence from Azerbaijan and unification with Armenia. Violence between the two sides escalated until Armenian forces seized most of the territory in the region in 1993-1994. By the time a cease-fire was brokered by Russia in May, 1994 some 25,000 people had died in the conflict and an estimated 600,000 Azeris had been displaced. Though the violence has since cooled in Nagorno-Karabakh, the conflict remains unresolved and the region is hotly contested. The Armenians that control Nagorno-Karabakh have proclaimed it a republic and demand autonomy from the Azeri government, while Azerbaijan has refused anything but the complete return of the breakaway territory. Some of the possible projects may be in this region or the effects of this conflict may have a negative impact on the business of the company.

Environment:

The Caspian Sea's vast Azeri-Chirag-Gunashli (ACG) oil fields, which are estimated to hold over 5 billion barrels of recoverable oil have extreme environmental difficulties. Azerbaijan's offshore oil fields were first developed by the Soviets, and the concentration of oil industry activities around Baku has left its mark along its coastline. Environmental groups point to outdated production practices and aging machinery as factors in the high pollution levels to be found along Azerbaijan's coastline. One marine species that has suffered from both pollution and poaching is the Caspian Sea sturgeon, the source of the Caspian's renowned caviar. Caviar is an important export product for several Caspian nations and is the source of as much as 90% of the world's caviar, but sturgeon numbers have declined steadily over the past 20 years. Scientists have blamed high pollution levels in the Caspian for weakening the immune defenses of Caspian Sea sturgeon and contaminating key spawning areas such as the Kura River. This dire situation could cause authorities to change the regulations involving the environment to the detriment of the Company. This could also result in favorable legislation which could increase the competition.

Demand Fulfillment and Lack of Demand:

Management estimates a ready market for MOP products and recovered oil. Should this market not materialize the Company will not be successful. No in-depth formal study has been done to verify the actual quantity of recoverable oil and management is only estimating recoverable oil based on their own knowledge.

Growth:

Fueled by the current market demand for crude oil, vast quantities of lost oil in the Caspian Sea region, and government's desire to clean-up polluted land and waters, management expects the growth opportunity to be robust.

Reliance upon one Buyer:

This business plan involves sales to a government controlled entity in a country with a questionable political infrastructure. Should the regulations or any other aspect of the business climate in Azerbaijan change, it could have a negative effect on the Company causing the cessation of business. Raw materials required for manufacturing MOP sorbent are common recyclable materials which are readily available worldwide. The government may also determine to make the material without the assistance of the Company resulting in the termination of the business with the Company.

Political Conditions in Azerbaijan:

The region has a history of political instability. Should local, provincial or federal regulations change the project may be negatively affected. This could result in the project being terminated, nationalized or otherwise being removed from the control of management. Any of these conditions could change at any time causing the business model of the Company to fail.

Political Conditions in the US and Canada:

Currently the US and Canada enjoy peaceful and cooperative relations with the government of Azerbaijan. Should this change due to changing relations with the State Department or other government agency of the US or Canada the investment and the company may be jeopardized. Should the US State Department declare Azerbaijan an unfriendly country it could eliminate the ability to trade with Azerbaijan as in the case of Cuba.

Regulations:

Regulations are currently favorable and no difficulties are foreseen with regulators in Azerbaijan. If this situation changes due to environmental regulations alterations in Azerbaijan or the US, the changes may not be favorable to the Company. Other regulations, ordinances or local pronouncements could negatively affect the business of the Company.

Management:

The current management team has extensive experience in business startups and operations. However, there is no assurance that this management team is adequate to manage the Company's proposed business plan. CenGroup Director, George Pugach, has lived in Azerbaijan for the past ten years where he owns and operates oil related businesses. Company CEO Neville Trevor has been working in Azerbaijan for the past five years laying the groundwork for CenGroup. Both Trevor and Pugach have extensive experience in dealing with Azeri bureaucracies. Furthermore, the Company is anticipated to grow rapidly, potentially placing this team outside the scope of its capabilities very rapidly. The Company has access to substantial multidisciplinary management resources that it intends to tap in order to expand and/or augment the management team quickly. The Company's advisors have experience in the recruitment and development of growth company managerial teams.

Availability of Capital:

The Company will require significant amounts of additional capital in order to be successful with its business plan as described herein. In the event that the Company is unsuccessful in obtaining capital on reasonable terms, it may be forced to limit operations. The demand for capital for the business may come from sources known and unknown.

Uncertainty of Financial Projections

The Financial Projections referred to in this Memorandum are based upon assumptions made in good faith, on sales and expenses estimated by management of the Company, and such assumptions are an integral part of the financial projections and other estimates that the success of this business is dependent upon. Since the Company has had only a short operating history, and none as a recovery company in Azerbaijan, there is no assurance that the financial projections will be indicative of the Company's actual results. Management believes, however, that the financial projections are consistent with their prior experience in station operations.

Lack of Operating History

Company management has been developing its business plan in America and Azerbaijan since 1999 as Neville Trevor and Associates. The Company's success will depend in part on its ability to deal with the problems, expenses and delays frequently associated with establishing a new business venture. Since the Company has not proven the essential elements of profitable operations, investors in this offering will be furnishing venture capital to the Company and will bear the risk of complete loss of their investment in the event the Company's business plan is unsuccessful. No operating history or experience exists by the officers of the Company in a comparable venture.

Dependence on Executive Officers

The directors and management of the Company will encounter a significant challenge in their efforts to expand the business and to manage the Company's growth effectively. There can be no assurance that management's efforts will be successful, that management can manage the Company's growth or that the anticipated benefits of expansion will be fully realized. The dedication of management resources to such efforts may detract attention from the day-to-day business of the Company.

The Company's success depends to a significant degree upon the continued contributions of its management team; particularly, the efforts of its President and Chief Executive Officer, Neville Trevor. The Company's employees may voluntarily terminate their employment at any time and no employment contracts are currently in place. This could have a material adverse effect on the Company's business, financial condition and result of operations.

Success is also dependant on attracting and retaining qualified management, marketing, sales executives and personnel. The process of locating personnel with the combination of skills and attributes required to carry out the Company's strategies is often lengthy. There can be no assurance that the Company will be successful in attracting and retaining such executives and personnel. The loss of the services of key personnel, or the inability to attract additional qualified personnel, could have a material adverse effect on the Company's results of operations, development efforts and ability to expand.

Contract Risk

The contracts as written are not complete and are generally statements of intent by the parties. The April agreement with SOCAR is only a statement of the parties with no details. If this contract is not agreed to or accepted by SOCAR or some other federal agency that governs the recovery and reclamation of oil, the business plan of the Company will fail. This contract will have to be expanded upon and additional approvals will need to be obtained to complete the details of the scope of the operation of the Company. The letter of intent of Cengroup is a statement of the intent of Cengroup to develop the business. As with the SOCAR agreement, a subsequent agreement will have to be negotiated to define the specific terms, duties and responsibilities of the parties prior to beginning the work on the business of the Company. Should this not materialize the business plan will fail. The May, 2006 letter of intent between Fundamental Solutions, Inc. And Neville Trevor & Associates will have to be completed and a definitive agreement reached. The Company will need to provide the details of the building of the manufacturing plant and provide for the shipping of the plant and the reassembly in Azerbaijan. This will entail permits, export and import licensing, the obtaining of construction crews and start up personnel. The corporate records of the Company and the final contracts will need to be negotiated before the funds can be committed and the projects started. This may cause more capital to be required for unforeseen items that could put the development of the business plan in jeopardy.

Affirmation By Officer

I Terry Yakimovich, President and Director of Cengroup Petroleum Corporation herby affirm that I have reviewed the above information and I do certify said information to be true and correct to the best of my knowledge.

Sincerely,

/s/ Terry Yakimovich

Terry Yakimovich, President