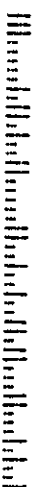
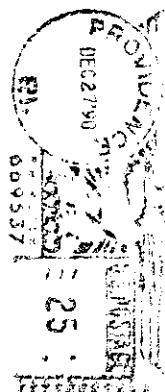


Kathleen S. Connell, Secretary of State
CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RHODE ISLAND 02903



**AUTHORIZED TIME FOR FORWARDING HAS
EXPIRED.**



Filing Fee \$50.00

To be filed annually between
January 1st and March 1st

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RHODE ISLAND 02903

Corporate ID.....0024100..... Annual Report for the year.....1991.....

FIRST: The name of the corporation is.....Abedon-Butwin Oil Company.....

SECOND: It is incorporated under the laws of.....

THIRD: Character of business, briefly stated, is.....

FOURTH: If foreign corporation, address of its principal office.....

FIFTH: Business address in Rhode Island.....

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name	Office	Address (including number, street, zip code)
------	--------	--

.....	Director	
.....	Director	
.....	Director	
.....	President	
.....	Vice President	
.....	Secretary	
.....	Treasurer	

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
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EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
---------------	-------	--------	---

Dated.....19.....
(Name of Corporation)

By.....

(Report must be signed by an officer)

Title.....

RICHARD L. ABEDON
100 INDIA STREET
PROVIDENCE RI 02903