

Filing fee: \$150.00
License fee: \$15.00 minimum
(Section 7-1.1-124)

State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE
CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RI 02903

Corp. I.D. #

75810

APPLICATION FOR
CERTIFICATE OF AUTHORITY
OF

Avfuel Corporation

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

FIRST: The name of the corporation is Avfuel Corporation.

SECOND: The name which it elects to use in Rhode Island is

Avfuel Corporation (1)

(If the name of the corporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Rhode Island:)

THIRD: It is incorporated under the laws of Michigan

FOURTH: The date of its incorporation is June 19, 1975 and the period of its duration is perpetual

FIFTH: The address of its principal office in the state or country under the laws of which it is incorporated is 47 W. Ellsworth Ann Arbor, MI 48108

SIXTH: The address of its proposed registered office in Rhode Island is 123 Dyer Providence, Rhode Island, 02903 and the name of its proposed registered agent in Rhode Island at that address is C.T. Corporation System

C T CORPORATION SYSTEM

x Sharon L. Gahlau
Signature
Sharon L. Gahlau, Asst Vice President

SEVENTH: The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are Wholesale Distributor of Aviation Fuels.

EIGHTH: The names and respective addresses of its directors and officers are:

<u>Name</u>	<u>Office</u>	<u>Address</u>
See Attached	Director	
	Director	
	Director	
	President	
	Vice President	
	Secretary	
	Treasurer	

NINTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
1,000,000	Common		.05

TENTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
985,000	Common		.05

ELEVENTH: An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 5,900,000

TWELFTH: An estimate of the value of its property to be located within Rhode Island during such year is \$ 20,000.

THIRTEENTH: An estimate of the gross amount of business to be transacted by it during such year is \$ 150,000.

FOURTEENTH: An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during such year is \$ -0-

FIFTEENTH: This Application is accompanied by a copy of its articles of incorporation and all amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated JANUARY 7, 1994

Avfuel Corporation
[Exact Corporate Name of Corporation Making Application]

By x Craig Sincock
Its President
and x Stephen M. W.
Its Asst. Secretary

STATE OF Michigan }
COUNTY OF Washtenaw } Sc.

At Ann Arbor, Michigan in said County on the 30th day
of November 1993, before me personally appeared
Craig Sincock, who being by me first duly sworn, declared that
he is the President of Avfuel Corporation,
that he signed the foregoing document as such President of the
corporation, and that the statements therein contained are true.

Richard D. Semark
Notary Public

(NOTARIAL SEAL)

RICHARD D. SEMARK
NOTARY PUBLIC - WASHTENAW CO., MICH.
MY COMMISSION EXPIRES 12-1-96

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The Nation's Leading Independent Supplier of Aviation Fuels

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47 West Ellsworth
Ann Arbor, Michigan 48108
(313) 663-6466

OFFICERS/STOCKHOLDERS

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