

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RHODE ISLAND 02903

Corporate ID.....

Annual Report for the year.....1993

FIRST: The name of the corporation is.....WAREX PETROLEUM CORPORATION

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

THIRD: Character of business, briefly stated, is.....PETROLEUM PRODUCTS DISTRIBUTOR

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

FIFTH: Business address in Rhode Island.....355 ALLENS AVENUE, PROVIDENCE, RHODE ISLAND 02907

SIXTH: Names and addresses of its directors and officers:

(Attach rider if necessary)

Name	Office	Address (including number, street, zip code)
WARREN ALPERT	Director	465 PARK AVENUE, NEW YORK, NEW YORK 10022
BENJAMIN ALPERT	Director	19 WESTGATE ROAD, NEWTON, MA 02159
EDWARD M. COSGROVE	Director	389 WAUREGAN ROAD, DANIELSON, CT 06239
AUGUST SCHIESSER	President	41 TOP OF RIDGE, MAMARONECK, NEW YORK 10543
HERBERT M. KAPLAN	Vice President	60 EAST END AVENUE, NEW YORK, NEW YORK 10028
BENJAMIN ALPERT	Secretary	19 WESTGATE ROAD, NEWTON, MA 02159
JOHN T. DZIEDZIC	Treasurer	2 GAIL DRIVE, BRISTOL, RHODE ISLAND 02809

(SEE RIDER)

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
500	COMMON	N/A	WITHOUT PAR VALUE
250	5% CUMULATIVE PREFERRED STOCK	N/A	PAR VALUE OF \$100 EA

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
200	COMMON	N/A	WITHOUT PAR VALUE

Dated.....June 22,.....19 93

WAREX PETROLEUM CORPORATION

(Name of Corporation)

By

HERBERT M. KAPLAN

RIDER

SIXTH: Names and addresses of its directors and officers:

<u>Name</u>	<u>Office</u>	<u>Address (including number, street, zip code)</u>
HERBERT M. KAPLAN	Director	60 East End Avenue, New York, New York 10028
EDWARD M. COSGROVE	Vice President	389 Wauregan Road, Danielson, CT 06239

Filing Fee \$50.00

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

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State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 0015896 Annual Report for the year 1993

FIRST: The name of the corporation is Warex Petroleum Corporation

SECOND: It is incorporated under the laws of Rhode Island

THIRD: Character of business, briefly stated, is bulk trading of petroleum products.

FOURTH: If foreign corporation, address of its principal office

FIFTH: Business address in Rhode Island 355 Allens Avenue, Providence, RI 02905

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

Name	Office	Address (including number, street, zip code)
Warren Alpert	Director	465 Park Ave., #17D, New York, NY 10022
Benjamin Alpert	Director	19 Westgate Rd., Newton, MA 02159
Edward M. Cosgrove	Director	389 Wauregan Rd., Danielson, CT 06239
August Schiesser	President	41 Top of the Ridge, Mamaroneck, NY 10543
Herbert M. Kaplan	Vice President	60 East End Ave., New York, NY 10028
Benjamin Alpert	Secretary	19 Westgate Rd., Newton, MA 02159
John Dziedzic	Treasurer	2 Gail Drive, Bristol, RI 02809

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
500	Common	N/A	No Par

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
200	Common	N/A	No Par

Dated January 21, 19 93

(Report must be signed by an officer)

WAREX PETROLEUM CORPORATION
(Name of Corporation)
By John Dziedzic
Title Treasurer

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RHODE ISLAND 02903

Corporate ID: 0025895 Annual Report for the year 1992

FIRST: The name of the corporation is WAREX PETROLEUM CORPORATION

SECOND: It is incorporated under the laws of Rhode Island

THIRD: Character of business, briefly stated, is bulk trading of petroleum products.

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

FIFTH: Business address in Rhode Island 355 Allens Avenue, Providence, RI 02905

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

Name	Office	Address (including number, street, zip code)
Warren Alpert	Director	465 Park Ave., #17D, New York, NY 10022
Benjamin Alpert	Director	19 Westgate Rd., Newton, MA 02159
Edward M. Cosgrove	Director	389 Wauregan Road, Danielson, CT 06239
Herbert M. Kaplan	President	60 East End Ave., New York, NY 10028
Edward M. Cosgrove	Vice President	389 Wauregan Road, Danielson, CT 06239
Benjamin Alpert	Secretary	19 Westgate Rd., Newton, MA 02159
John T. Dziedzic	Treasurer	2 Gail Drive, Bristol, RI 02809

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
500	Common	N/A	No Par

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
200	Common	N/A	No Par

Dated January 27, 1992

WAREX PETROLEUM CORPORATION
(Name of Corporation)By John Dziedzic
Title Treasurer

(Report must be signed by an officer)

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 0015896 Annual Report for the year 1991

FIRST: The name of the corporation is Warex Petroleum Corporation

SECOND: It is incorporated under the laws of Rhode Island

THIRD: Character of business, briefly stated, is Bulk trading of petroleum products.

FOURTH: If foreign corporation, address of its principal office

FIFTH: Business address in Rhode Island 355 Allens Avenue, Providence, RI 02905

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

Name	Office	Address (including number, street, zip code)
Warren Alpert	Director	465 Park Ave., #17D, New York, NY 10022
Benjamin Alpert	Director	19 Westgate Road, Newton, MA 02159
Edward M. Cosgrove	Director	389 Wauregan Road, Danielson, CT 06239
Herbert M. Kaplan	President	60 East End Ave., New York, NY 10028
Edward M. Cosgrove	Vice President	389 Wauregan Road, Danielson, CT 06239
Benjamin Alpert	Secretary	19 Westgate Road, Newton, MA 02159
John T. Dziedzic	Treasurer	2 Gail Drive., Bristol, RI 02809

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
500	Common	N/PAID	No Par

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
200	Common	N/A	No Par

Dated January 3, 19 91

Warex Petroleum Corporation

(Name of Corporation)

By

John T. Dziedzic

Title

Treasurer

(Report must be signed by an officer)

State of Rhode Island and Providence PlantationsCORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RHODE ISLAND 02903

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Corporate ID 0015886 Annual Report for the year 1990FIRST: The name of the corporation is Warex Petroleum CorporationSECOND: It is incorporated under the laws of Rhode IslandTHIRD: Character of business, briefly stated, is Bulk trading of petroleum products.

FOURTH: If foreign corporation, address of its principal office

FIFTH: Business address in Rhode Island 355 Allens Avenue, Providence, RI 02905

SIXTH: Names and addresses of its directors and officers:

(Attach rider if necessary)

Name	Office	Address (including number, street, zip code)
Warren Alpert	Director	465 Park Avenue, New York, NY 10022
Benjamin Alpert	Director	19 Westgate Road, Newton, MA 02159
Edward M. Cosgrove	Director	389 Wauregan Road, Danielson, CT 06239
Herbert M. Kaplan	President	60 East End Avenue, New York, NY 10028
Edward M. Cosgrove	Vice President	389 Wauregan Road, Danielson, CT 06239
Benjamin Alpert	Secretary	19 Westgate Road, Newton, MA 02159
John T. Dziedzic	Treasurer	89 Yale Avenue, Warwick, RI 02888

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
500	Common	N/A	No Par

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
200	Common	N/A	No Par

Dated 1/22 19 90Warex Petroleum Corporation
(Name of Corporation)By John Dziedzic
John Dziedzic
Title Treasurer

(Report must be signed by an officer)

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 0015835 Annual Report for the year 1989

FIRST: The name of the corporation is Warex Petroleum Corporation

SECOND: It is incorporated under the laws of Rhode Island

THIRD: Character of business, briefly stated, is Bulk trading of petroleum products

FOURTH: If foreign corporation, address of its principal office

FIFTH: Business address in Rhode Island 355 Allens Avenue, Providence, RI 02905

SIXTH: Names and addresses of its directors and officers:

(Attach rider if necessary)

Name	Office	Address (including number, street, zip code)
Warren Alpert	Director	465 Park Avenue, New York, NY 10022
Benjamin Alpert	Director	19 Westgate Road, Newton, MA 02159
Edward M. Cosgrove	Director	389 Wauregan Road, Danielson, CT 06239
Herbert M. Kaplan	President	60 East End Avenue, New York, NY 10028
Edward M. Cosgrove	Vice President	389 Wauregan Road, Danielson, CT 06239
Benjamin Alpert	Secretary	19 Westgate Road, Newton, MA 02159
Open	Treasurer	

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series
500	Common	N/A

Par Value
or statement that
shares are without
par value

No Par

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series
200	Common	N/A

Par Value
or statement that
shares are without
par value

No Par

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SECY OF STATE
FEB 20 1989

Dated 1/30 19 89

Warex Petroleum Corporation
(Name of Corporation)

By
Edward M. Cosgrove
Title Vice President

(Report must be signed by an officer)

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
270 WESTMINSTER MALL
PROVIDENCE, RHODE ISLAND 02903

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Corporate ID 15876 Annual Report for the year 1988

FIRST: The name of the corporation is Warex Petroleum Corporation

SECOND: It is incorporated under the laws of Rhode Island

THIRD: Character of business, briefly stated, is Distributes, trades and exchanges petroleum products.

FOURTH: If foreign corporation, address of its principal office

FIFTH: Business address in Rhode Island 355 Allens Avenue, Providence, RI 02905

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

Name	Office	Address (including number, street, zip code)
Warren Alpert	Director	465 Park Avenue, New York, NY 10022
Benjamin Alpert	Director	19 Westgate Road, Newton, MA 02159
Edward M. Cosgrove	Director	RR #1, Box 148, Danielson, CT 06239
Herbert M. Kaplan	President	60 East End Avenue, New York, NY 10028
Edward M. Cosgrove	Vice President	RR #1, Box 148, Danielson, CT 06239
Benjamin Alpert	Secretary	19 Westgate Road, Newton, MA 02159
Perry Caparco	Treasurer	273 Stony Acre Drive, Cranston, RI 02920

SEVENTH: Number of Shares authorized:

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

PAID

EIGHTH: Number of Shares issued:

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

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SECY OF STATE

Dated February 3, 19 88

WAREX PETROLFUM CORPORATION

(Name of Corporation)

By Perry Caparco

Perry Caparco

Title Treasurer

(Report must be signed by an officer)

Filing Fee \$15.00

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

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
270 WESTMINSTER MALL
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 15896 Annual Report for the year 1987

FIRST: The name of the corporation is Warex Petroleum Corporation

SECOND: It is incorporated under the laws of Rhode Island

THIRD: Character of business, briefly stated, is _____

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

FIFTH: Business address in Rhode Island 355 Allens Ave., Providence, Rhode Island 02907

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

Name	Office	Address (including number, street, zip code)
Warren Alpert	Director	465 Park Ave., New York, NY
Benjamin Alpert	Director	19 Westgate Rd., Newton, MA
Edward M. Cosgrove	Director	Wauregan Rd., Danielson, CT
Herbert Kaplan	President	60 East End Ave., New York NY
Edward M. Cosgrove	Vice President	Wauregan Rd., Danielson, CT
Benjamin Alpert	Secretary	19 Westgate Rd., Newton, MA
Perry A. Caparco	Treasurer	273 Stony Acre Dr., Cranston, RI

SEVENTH: Number of Shares authorized:

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

EIGHTH: Number of Shares issued:

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

PAID

FEB 26 1987

SECY. OF STATE

Dated February 23 19 87

WAREX PETROLEUM CORPORATION
(Name of Corporation)

By Perry A. Caparco
Title Treasurer

(Report must be signed by an officer)

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
270 WESTMINSTER MALL
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 15896 Annual Report for the year 1986

FIRST: The name of the corporation is WARREN PETROLEUM CORPORATION

MC Warren Petroleum Corp

SECOND: It is incorporated under the laws of Rhode Island

THIRD: Character of business, briefly stated, is

FOURTH: If foreign corporation, address of its principal office

FIFTH: Business address in Rhode Island

355 Allens Avenue, Providence, Rhode Island 02907

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

Name	Office	Address (including number, street, zip code)
Warren Alpert	Director	465 Park Ave., New York, NY
Benjamin Alpert	Director	19 Westgate Rd., Newton, MA
Edward M. Cosgrove	Director	Wauregan Rd., Danielson, CT
Herbert Kaplan	President	60 East End Ave., New York, NY
Edward M. Cosgrove	Vice President	Wauregan Rd., Danielson, CT
Benjamin Alpert	Secretary	19 Westgate Rd., Newton, MA
Perry A. Caparco	Treasurer	273 Stony Acre Dr., Cranston, RI

SEVENTH: Number of Shares authorized:

No. of Shares	Class
500	COMMON

Par Value
or statement that
shares are without
par value

Without Par Value

EIGHTH: Number of Shares issued:

No. of Shares	Class
200	COMMON

Par Value
or statement that
shares are without
par value

Without Par Value

Dated February 18 19 86

APR 12 1986

WARREN PETROLEUM CORPORATION

(Name of Corporation)

By Perry A. Caparco

Title Treasurer

(Report must be signed by an officer)

Filing Fee \$15.00

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

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
270 WESTMINSTER MALL
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 15896

Annual Report for the year 1985

FIRST: The name of the corporation is WARREN PETROLEUM CORPORATION

SECOND: It is incorporated under the laws of Rhode Island

THIRD: Character of business, briefly stated, is bulk trades of petroleum products, distribution of product of affiliated companies.

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

FIFTH: Business address in Rhode Island

355 Allens Avenue, Providence, Rhode Island 02907

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

Name	Office	Address (including number, street, zip code)
Warren Alpert	Director	465 Park Ave., New York, N. Y.
Benjamin Alpert	Director	19 Westgate Rd., Newton, Ma
Edward M. Cosgrove	Director	Wauregan Rd., Danielson, Ct.
Herbert Kaplan	President	60 East End Ave., New York, N. Y.
Edward M. Cosgrove	Vice President	Wauregan Rd., Danielson, Ct.
Benjamin Alpert	Secretary	19 Westgate Rd., Newton, MA
Perry A. Caparco	Treasurer	273 Stony Acre Dr., Cranston, R. I.

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
500	COMMON	03/08/85	Without Par Value

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
200	COMMON	0911A001	Without Par Value

Dated February 15, 1985

WARREN PETROLEUM CORP.

(Name of Corporation)

By Perry A. Caparco

Title Treasurer

(Report must be signed by an officer)

Filing fee: \$15 00

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

State of Rhode Island and Providence Plantations
OFFICE OF THE SECRETARY OF STATE

Annual Report for the year 1984

FIRST: The name of the corporation is WARREN PETROLEUM CORP.

SECOND: It is incorporated under the laws of Rhode Island

THIRD: Character of business, briefly stated, is bulk trades of petroleum products,
distribution of product to affiliated companies.

FOURTH: If foreign corporation, address of its principal office

FIFTH: Business address in Rhode Island

355 Allens Avenue, Providence, Rhode Island 02907

SIXTH: Names and addresses of its directors and officers:

(Addresses must include street and number, if any)

Name	Office	Address
Warren Alpert	Director	465 Park Ave., New York, N. Y.
Benjamin Alpert	Director	19 Westgate Rd., Newton, MA
Edward M. Cosgrove	Director	Wauregan Rd., Danielson, Ct.
Herbert Kaplan	President	60 East End Ave., New York, N. Y.
Michael Kutsch	Vice President	6 Holly Lane, Barrington, R. I.
Benjamin Alpert	Secretary	19 Westgate Rd., Newton, MA
Perry A. Caparco	Treasurer	273 Stony Acre Dr., Cranston, R. I.

(If additional space is needed, attach rider)

SEVENTH: Number of Shares authorized:

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

EIGHTH: Number of Shares issued:

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

Dated: March 2,

84
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WARREN PETROLEUM CORP.

(Name of Corporation)

By

Title

Treasurer

(Report must be signed by an officer)

If the corporation has changed its registered office and/or its registered agent,
Form #9 must be filed. Please contact Corporation Division for information. 277-3040

Filing fee: \$15.00

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

State of Rhode Island and Providence Plantations
OFFICE OF THE SECRETARY OF STATE

Annual Report for the year 1983

FIRST: The name of the corporation is Warren Petroleum Corporations

SECOND: It is incorporated under the laws of Rhode Island

THIRD: Character of business, briefly stated, is distribution of gasoline products

FOURTH: If foreign corporation, address of its principal office

FIFTH: Business address in Rhode Island (blank reports will be mailed to this address) 355 Allens Avenue, Providence, Rhode Island 02907

SIXTH: Names and addresses of its directors and officers:

(Addresses must include street and number, if any)

Name	Office	Address
Warren Alpert	Director	465 Park Ave., New York, N. Y.
Benjamin Alpert	Director	19 Westgate Rd., Newton, MA
Edward M. Cosgrove	Director	Wauregan Rd., Danielson, Ct.
Edward M. Cosgrove	President	Wauregan Rd., Danielson, Ct.
Michael Kutsch	Vice President	6 Holly Lane, Barrington, R. I.
Benjamin Alpert	Secretary	19 Westgate Rd., Newton, MA
Perry A. Caparco	Treasurer	273 Stony Acre, Cranston, R. I.

(If additional space is needed, attach rider)

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
500	COMMON		Without Par Value
250	5% Cumulative Preferred		\$100.00

EIGHTH: Number of Shares issued:

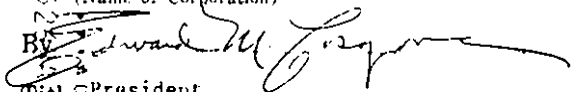
No. of Shares	Class	Series	Par Value or statement that shares are without par value
100	COMMON	3	Without Par Value
125	5% Cumulative Preferred		\$100.00

Dated: February 24

19 83

WARREN PETROLEUM CORPORATION

(Name of Corporation)

By 
Title: President

(Report must be signed by an officer)

If the corporation has changed its registered office and/or its registered agent,
Form #9 must be filed. Please contact Corporation Division for information. 277-3040

Filing fee: \$15.00

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

State of Rhode Island and Providence Plantations
OFFICE OF THE SECRETARY OF STATE

Annual Report for the year 1982

FIRST: The name of the corporation is Warren Petroleum Corporation

SECOND: It is incorporated under the laws of Rhode Island

THIRD: Character of business, briefly stated, is distribution of gasoline products

FOURTH: If foreign corporation, address of its principal office

FIFTH: Business address in Rhode Island (blank reports will be mailed to this address) 355 Allens Avenue, Providence, Rhode Island 02907

SIXTH: Names and addresses of its directors and officers:

(Addresses must include street and number, if any)

Name	Office	Address
Warren Alpert	Director	465 Park Ave., New York, N. Y.
Benjamin Alpert	Director	19 Westgate Rd., Newton, Ma.
Edward M. Cosgrove	Director	Wauregan Rd., Danielson, Ct.
Temporary vacancy	President	
Robert Seid	Vice President	333 East 75th St., New York, N. Y.
Benjamin Alpert	Secretary	19 Westgate Rd., Newton, Ma.
Perry A. Caparco	Treasurer	273 Stony Acre, Cranston, R. I.

(If additional space is needed, attach rider)

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
500	COMMON		Without Par Value
250	5% Cumulative Preferred		\$100.00

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EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
100	COMMON		Without Par Value
125	5% Cumulative Preferred		\$100.00

Dated: February 25,

19 82

WARREN PETROLEUM CORPORATION

(Name of Corporation)

By

Title

Treasurer

(Report must be signed by an officer)

If the corporation has changed its registered office and/or its registered agent,
Form #9 must be filed. Please contact Corporation Division for information. 277-3040

Filing fee: \$15.00

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

State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE

ANNUAL REPORT

OF

WARREN PETROLEUM CORPORATION

Pursuant to the provisions of Section 7.1.1-118 of the General Laws, 1956, as amended, the undersigned corporation hereby submits the following annual report:

FIRST: The name of the corporation is Warren Petroleum Corporation

SECOND: It is incorporated under the laws of Rhode Island

THIRD: The address of its registered office in Rhode Island is
355 Allens Avenue, Providence, Rhode Island 02907

and the name of its registered agent in Rhode Island at such address is
Alfred J. Letizia

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is

FIFTH: The character of the business in which it is actually engaged in Rhode Island, briefly stated, is distribution of gasoline products

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

Name	Office	Address
Warren Alpert	Director	465 Park Ave., New York, N. Y.
Benjamin Alpert	Director	19 Westgate Rd., Newton, Ma.
Edward M. Cosgrove	Director	Wauregan Rd., Danielson, Ct.
	Director	
	Director	
	Director	
Alfred J. Letizia	President	24 Karen-Ann Dr., Smithfield, R. I.
Frank Gilleese	Vice President	20 Aspinet Dr., Warwick, R. I.
Benjamin Alpert	Secretary	19 Westgate Rd., Newton, Ma.
Perry A. Caparco	Treasurer	273 Stony Acre, Cranston, R. I.

SEVENTH: 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:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
500	COMMON	81	Without Par Value
250	5% Cumulative Preferred.		\$100.00

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EIGHTH: 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>
100	COMMON		Without Par Value
125	5% Cumulative Preferred		\$100.00

Dated February 14, 1981

WARREN PETROLEUM CORPORATION
(NAME OF CORPORATION)

By



Its President

Filing fee: \$15.00

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

State of Rhode Island and Providence Plantations
OFFICE OF THE SECRETARY OF STATE

**ANNUAL REPORT
OF**

WARREN PETROLEUM CORPORATION

Pursuant to the provisions of Section 7.1.1-118 of the General Laws, 1956, as amended, the undersigned corporation hereby submits the following annual report:

FIRST: The name of the corporation is Warren Petroleum Corporation

SECOND: It is incorporated under the laws of Rhode Island

THIRD: The address of its registered office in Rhode Island is
355 Allens Avenue, Providence, Rhode Island 02907
and the name of its registered agent in Rhode Island at such address is
Alfred J. Letizia

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is

FIFTH: The character of the business in which it is actually engaged in Rhode Island, briefly stated, is distribution of gasoline products

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

Name	Office	Address
Warren Alpert	Director	465 Park Ave., New York, N.Y.
Benjamin Alpert	Director	19 Westgate Rd., Newton, Mass.
Edward M. Cosgrove	Director	Wauregan Rd., Danielson, Conn.
	Director	
	Director	
	Director	
Alfred J. Letizia	President	24 Karen-Ann Dr., Smithfield, R.I.
Frank Gilleese	Vice President	20 Aspinet Dr., Warwick, R.I.
Benjamin Alpert	Secretary	19 Westgate Rd., Newton, Mass.
Perry A. Caparco	Treasurer	273 Stony Acre, Cranston, R. I.

SEVENTH: 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:

Number of Shares	Class	3 11 Series	Par Value per Share or Statement that Shares are without Par Value
500	COMMON	00	Without Par Value
250	5% Cumulative Preferred		\$100.00

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MAR 12 1980
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EIGHTH: 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>
100	COMMON		Without Par Value
125	5% Cumulative Preferred		\$100.00

Dated February 8 , 19 80

WARREN PETROLEUM CORPORATION
(NAME OF CORPORATION)

By



Its President

Filing fee: \$15.00

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

State of Rhode Island and Providence Plantations
OFFICE OF THE SECRETARY OF STATE

**ANNUAL REPORT
OF**

WARREN PETROLEUM CORPORATION

Pursuant to the provisions of Section 7.1.1-118 of the General Laws, 1956, as amended, the undersigned corporation hereby submits the following annual report:

FIRST: The name of the corporation is Warren Petroleum Corporation

SECOND: It is incorporated under the laws of Rhode Island

THIRD: The address of its registered office in Rhode Island is

William H. Barry

and the name of its registered agent in Rhode Island at such address is

355 Allens Avenue, Providence, Rhode Island 02907

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is

FIFTH: The character of the business in which it is actually engaged in Rhode Island, briefly stated, is distribution of gasoline products

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

Name	Office	Address
Warren Alpert	Director	465 Park Avenue, New York, New York
Benjamin Alpert	Director	19 Westgate Road, Newton, Mass.
Edward M. Cosgrove	Director	Mauregan Road, Danielson, Connecticut
William H. Barry	Director	38 Salisbury Road, Barrington, R.I.
	Director	
	Director	
Alfred J. Letizia	President	15 Jackson Street, No. Providence, R.I.
Frank Gilloese	Vice President	20 Aspinet Drive, Warwick, Rhode Island
Benjamin Alpert	Secretary	19 Westgate Road, Newton, Massachusetts
Perry A. Caparco	Treasurer	273 Stony Acre Drive, Cranston, R.I.

SEVENTH: 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:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
500	COMMON	5	Without Par Value
250	5% Cumulative Preferred	79	\$100.00

FEB 6 1979

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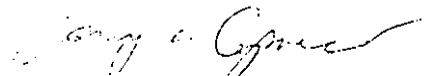
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<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
100	COMMON		Without Par Value
125	5% Cumulative Preferred		\$100.00

Dated January 25, , 1979

WARREN PETROLEUM CORPORATION
(NAME OF CORPORATION)

By



Its Treasurer

Filing fee: \$15.00

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

State of Rhode Island and Providence Plantations
OFFICE OF THE SECRETARY OF STATE

**ANNUAL REPORT
OF**

WARREN PETROLEUM CORPORATION

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	Director	
	Director	
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Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
500	COMMON	78	Without Par Value
250	5% Cumulative Preferred		\$100.00

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EIGHTH: 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>
100	COMMON		Without Par Value
125	5% Cumulative Preferred		\$100.00

Dated February 17, 1978

WARREN PETROLEUM CORPORATION

(NAME OF CORPORATION)

By



Its President

Filing fee: \$15.00

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

State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE

ANNUAL REPORT

OF

WARREN PETROLEUM CORPORATION

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	Director	
	Director	
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250	5% Cumulative Preferred		\$100.00

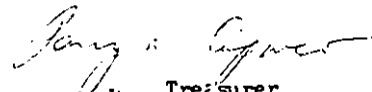
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<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
100	COMMON		Without Par Value
125	5% Cumulative Preferred		\$100.00

Dated January 3 , 1977

WARREN PETROLEUM CORPORATION
(NAME OF CORPORATION)

By


Its Treasurer

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

ANNUAL REPORT
OF

Pursuant to the provisions of Section 7-1.1-118 of the General Laws, 1956, as amended, the undersigned corporation hereby submits the following annual report:

**Par Value per Share
or Statement that
Shares are without
Par Value**

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EIGHTH: 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>
100	COMMON		Without Par Value
125	5% Cumulative Preferred		\$100.00

Dated March 9, 1976

WARREN PETROLEUM CORPORATION
(NAME OF CORPORATION)

By

[Signature]
Its Treasurer

Filing fee: \$15.00

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

State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE

ANNUAL REPORT

OF

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	Director	
	Director	
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Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
500	COMMON		Without Par Value
250	5% Cumulative Preferred		\$100.00

JAN 17 1975

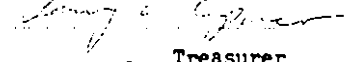
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100	COMMON		Without Par Value
125	5% Cumulative Preferred		\$100.00

Dated January 16, 1975

WARREN PETROLEUM CORPORATION
(NAME OF CORPORATION)

By 
Its Treasurer

8 14-75 SEC. 709 11/11/75 15.00

Filing fee: \$15.00

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

State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE

ANNUAL REPORT

OF

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	Director	
	Director	
Alfred J. Letizia	President	15 Jackson Street, North Providence, R. I.
Frank Gilleese	Vice President	20 Aspinet Drive, Warwick, R. I.
Benjamin Alpert	Secretary	19 Westgate Road, Newton, Massachusetts
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500	COMMON		Without Par Value
250	5% Cumulative Preferred		\$100.00

JAN 31 1974

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100	COMMON		Without Par Value
125	5% Cumulative Preferred		\$100.00

Dated January 29, 19 74

WARREN PETROLEUM CORPORATION
(NAME OF CORPORATION)

By

Henry A. Cyman
Its Treasurer

EB 14-74 SEC. OF STATE 573 AR *****15.00

Filing fee: \$15.00

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

State of Rhode Island and Providence Plantations
OFFICE OF THE SECRETARY OF STATE
ANNUAL REPORT
OF

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Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
500	COMMON		With out Par Value
250	5% Cumulative Preferred		\$100.00

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EIGHTH: 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>
100	COMMON		Without Par Value
125	5% Cumulative Preferred		\$100.00

Dated February 12, 1973

WARREN PETROLEUM CORPORATION
(NAME OF CORPORATION)

By

A. J. Foye

Its President

FEB 16 73 SEC. 17-57A.1 229 10:14 AM '73