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Florida Department of State
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FOREIGN PROFIT/NONPROFIT CORPORATION

Valero Terminating and Distribution Company

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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. Valero Terminating and Distribution Company

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware

(State or country under the law of which it is incorporated)

3. 75-6012155

(FEI number, if applicable)

4. 03/11/1957

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. _____

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. One Valero Way, San Antonio, TX 78249

(Principal office address)

same

(Current mailing address)

**To manage, own, and/or operate pipelines, terminals, storage tanks
and related assets associated with refining operations.**

8. _____

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation

(City)

, Florida 33324

(Zip code)

10. Registered agent's acceptance:

*Having been named as registered agent and to accept service of process for the above stated corporation at the place
designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I
further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties,
and I am familiar with and accept the obligations of my position as registered agent.*

C T Corporation System

By: Debbi Boettger

(Registered agent's signature)

**Debbi Boettger
Asst. Secretary**

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to
the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction
under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

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A. DIRECTORS

Chairman: SEE ATTACHMENT

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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B. OFFICERS

President: SEE ATTACHMENT

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Jay D. Browning

(Signature of Director or Officer listed in number 12 of the application)

14. Jay D. Browning, Vice President

(Typed or printed name and capacity of person signing application)

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VALERO TERMINALING AND DISTRIBUTION COMPANY

DIRECTORS:

William R. Klesse
Gregory C. King

One Valero Way, San Antonio, TX 78249
One Valero Way, San Antonio, TX 78249

OFFICERS:

William R. Klesse	Chief Executive Officer and President
Gregory C. King	Executive Vice President
Michael S. Ciskowski	Senior Vice President
Richard J. Marcogliese	Senior Vice President
William H. Zesch	Senior Vice President
Curtis V. Anastasio	Vice President
James R. Bluntzer	Vice President
Paul R. Brochu	Vice President
Jay D. Browning	Vice President and Secretary
Clayton E. Killinger	Vice President and Controller
Ronald C. McInturff	Vice President
Norman L. Renfro	Vice President
T. Wyatt Stripling	Vice President and Tax Director
Donna M. Titzman	Vice President and Treasurer
Bradley C. Barron	Assistant Secretary
Kimberly S. Bowers	Assistant Secretary
J. Stephen Gilbert	Assistant Secretary
Roy G. Martin, Jr.	Assistant Secretary

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Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VALERO TERMINALING AND DISTRIBUTION COMPANY" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTIETH DAY OF JANUARY, A.D. 2006.

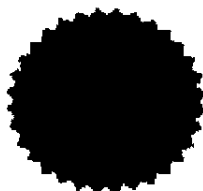
AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 4487164

DATE: 01-30-06