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May 12, 1995

CT Corporation System
906 Olive Street
St. Louis, MO 63101
314 231 8380
Fax 314 231 9692

Secretary of State
Corporate Records Bureau
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

800001507910
-06/08/95--01002--004
*****70.00 *****70.00

Re: **KRC/GP, INC.**
(Delaware Domestic) Order #: 276921

Counsel: Koch Industries Inc.
P.O. Box 2256
Wichita, KS 67201

Gentlemen:

As requested by counsel, we enclose for filing qualification documents on behalf of this corporation, together with funds in payment of the required fees.

Evidence of the filing should be returned to this office by regular mail.

If you have any questions or if for any reason the filing cannot be effected promptly, please notify this office of the details by calling our toll-free number: 1-800-325-2671.

Very truly yours,

Willmetta Zaricor
Willmetta Zaricor
Associate Customer Specialist

WZ/cjw
Enclosure

Special Instructions: None

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DIVISION OF CORPORATIONS
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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. KRC/GP, Inc.
(Name of corporation: must include the word "INCORPORATED," "COMPANY," or "CORPORATION" or words or abbreviations of like import in language, as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware
(State or country under the law of which it is incorporated)
3. February 8, 1995 4. Perpetual
(Date of Incorporation) (Duration)
5. 48-1165188
(Federal Employer Identification number, if applicable)
6. Upon Qualification
(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 817.155, F.S.)
7. P.O. Box 2256, Wichita, Kansas 67201
(Current mailing address)
8. To serve as a general partner and the manager of a Limited Partnership engaged in the business of petroleum refining.
(Brief description of the nature of the business in which it is engaged in the state of Florida)

9. Names and street addresses of officers and or directors:

A. Directors:

Chairman: C. S. Nobles

Address: 4111 East 37th St. North
Wichita, Kansas 67220

Vice Chairman: _____

Address: _____

Director: W. W. Hanna

Address: 4111 East 37th St. North
Wichita, Kansas 67220

Director: F. Lynn Markel

Address: 4111 East 37th St. North
Wichita, Kansas 67220

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9. Officers:

President: See attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

(if needed, you may attach an addendum to the application listing additional officers and/or directors.)

10. Name and Street address of Florida registered agent:

Name: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine Island Road
Plantation, Florida 33324

Zip Code

11. 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.

Registered agent's signature: _____

C T Corporation System

(Officer)

J L Miles, Assistant Secretary

(Typed Name and Title of Officer)

12. 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.

13. _____

(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

14. Lebert D. Shultz, Vice President

(Name and capacity of person signing application)

**Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida**

**Officers of
KRC/GP, Inc.**

1. F. Lynn Markel, Vice President/Treasurer
4111 East 37th St. North
Wichita, Kansas 67220
2. John Ehlen, President
4111 East 37th St. North
Wichita, Kansas 67220
3. R. D. Balhorn, Executive Vice President
4111 East 37th St. North
Wichita, Kansas 67220
4. James Runner, Executive Vice President
4111 East 37th St. North
Wichita, Kansas 67220
5. Robert Casper, Vice President
4111 East 37th St. North
Wichita, Kansas 67220
6. Donald L. Cordes, Vice President
4111 East 37th St. North
Wichita, Kansas 67220
7. DuWayne Johnson, Vice President
4111 East 37th St. North
Wichita, Kansas 67220
8. Stan H. Kaplan, Vice President
4111 East 37th St. North
Wichita, Kansas 67220
9. Robert E. Kent, Vice President
4111 East 37th St. North
Wichita, Kansas 67220
10. David L. Lamp, Vice President
4111 East 37th St. North
Wichita, Kansas 67220
11. Carl E. Marhaver, Vice President
4111 East 37th St. North
Wichita, Kansas 67220
12. Thomas McCaleb, Vice President
4111 East 37th St. North

Appendix to (cont)

- Wichita, Kansas 67220
13. C. J. Nelson, Vice President
4111 East 37th St. North
Wichita, Kansas 67220
 14. Jeffery Shaffer, Vice President
4111 East 37th St. North
Wichita, Kansas 67220
 15. Lebart D. Shultz, Vice President/Asst. Secretary
4111 East 37th St. North
Wichita, Kansas 67220
 16. William Spence, Vice President
4111 East 37th St. North
Wichita, Kansas 67220
 17. Albert Taber, Vice President
4111 East 37th St. North
Wichita, Kansas 67220
 18. Roger TenNapel, Vice President
4111 East 37th St. North
Wichita, Kansas 67220
 19. William P. Umansky, Vice President
4111 East 37th St. North
Wichita, Kansas 67220
 20. Kyle Vann, Vice President
4111 East 37th St. North
Wichita, Kansas 67220
 21. John Wadsworth, Vice President
4111 East 37th St. North
Wichita, Kansas 67220
 22. H. Allan Caldwell, Secretary
4111 East 37th St. North
Wichita, Kansas 67220
 23. Steven Carter, Assistant Secretary
4111 East 37th St. North
Wichita, Kansas 67220
 24. Gary A. Gorman, Assistant Secretary
4111 East 37th St. North
Wichita, Kansas 67220
 25. Bradley Haddock, Assistant Secretary
4111 East 37th St. North
Wichita, Kansas 67220

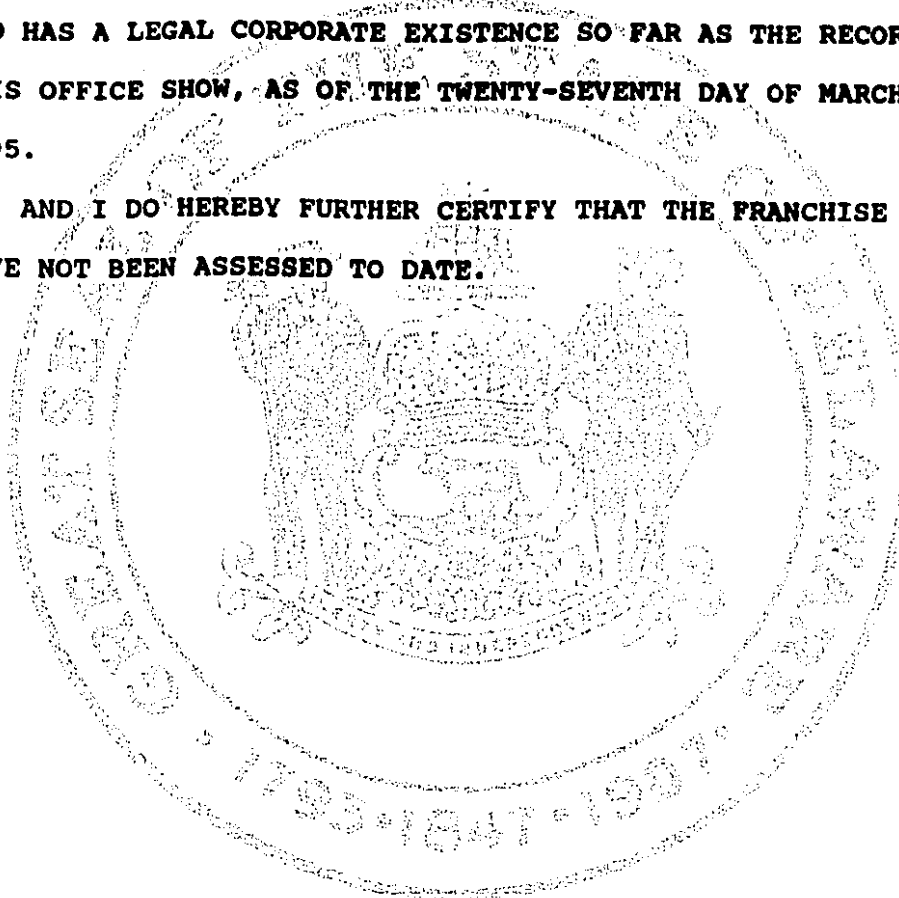
Appendix to (cont)

26. Alan D. Hallock, Assistant Secretary
4111 East 37th St. North
Wichita, Kansas 67220
27. Robert Leake, Assistant Secretary
4111 East 37th St. North
Wichita, Kansas 67220
28. M. S. Nichols, Assistant Secretary
4111 East 37th St. North
Wichita, Kansas 67220
29. Nancy J. Smith, Assistant Secretary
4111 East 37th St. North
Wichita, Kansas 67220
30. Philip D. Wright, Assistant Secretary
4111 East 37th St. North
Wichita, Kansas 67220
31. Galen D. Neill, Assistant Treasurer
4111 East 37th St. North
Wichita, Kansas 67220
32. Paul E. Nold, Assistant Treasurer
4111 East 37th St. North
Wichita, Kansas 67220
33. Gordon E. Hartwig, Assistant Treasurer - Tax
4111 East 37th St. North
Wichita, Kansas 67220

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "KRC/GP, INC." 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 TWENTY-SEVENTH DAY OF MARCH, A.D. 1995.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

DATE:

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