

F99000003026

Document Number Only

C T CORPORATION SYSTEM

660 East Jefferson Street

Requestor's Name

Tallahassee, Florida 32301

Address

(850) 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

U.S. Fleet Services, Inc.

900002886339--8
-05/25/99--01082--015
*****70.00 *****70.00
900002886339--8
-06/14/99--01017--003
*****8.75 *****8.75

- Profit
- NonProfit
- Limited Liability Company
- Foreign
- Limited Partnership
- Reinstatement
- Limited Liability Partnership
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Name Availability
Document Examiner
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Verifier
Acknowledgment
W.P. Verifier

JUN 1 1999

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Thanks, Melanie

File 2nd
MAY 25 1999

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DIVISION OF CORPORATIONS
99 JUN 11 PM 3:42



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 26, 1999

CT CORPORATION SYSTEM
660 E. JEFFERSON STREET
TALLAHASSEE, FL 32301

SUBJECT: U.S. FLEET SERVICES, INC.
Ref. Number: W99000012251

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*Liba Garon Fleet
Fueling Inc.*

We have received your document for U.S. FLEET SERVICES, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6094.

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To: Agnes Lunt
Document Specialist

Letter Number: 599A00028922

From: Melanie/CT

*James Amillio
M.S.*

*Quat w/
Goods handling
of 05
attached*

CERTIFIED RESOLUTION OF BOARD OF DIRECTORS
OF
U. S. FLEET SERVICES, INC.

I, the undersigned, Michael A. Brown, do hereby certify that this Resolution of the Board of Directors of U. S. FLEET SERVICES, INC., a corporation duly organized and existing under the laws of the Commonwealth of Pennsylvania, was duly adopted on June 1, 1999.

BE IT RESOLVED, that U. S. FLEET SERVICES, INC., organized and existing in the Commonwealth of Pennsylvania, hereby adopts the name GARRON FLEET FUELING for use in Florida.

Michael A. Brown
MICHAEL A. BROWN
Executive Vice President, Secretary

Dated: June 7, 1999

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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. U.S. Fleet Services, Inc.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "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. Pennsylvania (State or country under the law of which it is incorporated) 3. 23-1662556 (FEI number, if applicable)

4. 1/3/66 (Date of Incorporation) 5. perpetual (Duration: Year corp. will cease to exist or "perpetual")

6. 1-1-99 (Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. 132 Welsh Road, Suite 120, Horsham, PA 19044
(Current mailing address)

8. Petroleum distribution
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

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

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324
(Zip Code)

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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.

Korri A Behler
(Registered agent's signature)

KORRI A. BEHLER
Special Assistant 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 addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: See attached

Address:

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: See attached

Address:

Vice President:

Address:

Secretary:

Address:

Treasurer:

Address:

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

13. Michael A. Brown (Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Michael A. Brown, Executive Vice President (Typed or printed name and capacity of person signing application)

U.S. FLEET SERVICES, INC.
(a Pennsylvania corporation)

OFFICERS AND DIRECTORS

Name/ Social Security No.	Office	Business Address	Residence Address
Barry E. Gosin 184-46-4397	Director, President, Secretary and Treasurer	132 Welsh Road Suite 120 Horsham, PA 19044	25 Viburnum Ct. Lafayette Hill, PA 19444
Michael A. Brown 194-56-5754	Executive Vice President and Assistant Secretary	132 Welsh Road Suite 120 Horsham, PA 19044	532 Cynwyd Circle Bala Cynwyd, PA 19004
Lesley A. Bachman 156-60-1536	Director, Assistant Secretary and Assistant Treasurer	132 Welsh Road Suite 120 Horsham, PA 19044	4 Rockress Way Mt. Laurel, NJ 08054
David Donnini 193-48-1632	Director	132 Welsh Road Suite 120 Horsham, PA 19044	1730 W. Clark St. Apt. 2707 Chicago, IL 60614
Timothy McAdam 029-62-1229	Director	132 Welsh Road Suite 120 Horsham, PA 19044	836 W. Altgeld St. Chicago, IL 60614

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COMMONWEALTH OF PENNSYLVANIA

DEPARTMENT OF STATE

MAY 20, 1999

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY THAT,

U.S. FLEET SERVICES, INC.

is duly incorporated under the laws of the Commonwealth of Pennsylvania and remains a subsisting corporation so far as the records of this office show, as of the date herein.



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written.

Kim D'Angelo

Secretary of the Commonwealth

DPOS

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