

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

900002886339--8

-05/25/99--01082--015

*****70.00 *****70.00

900002886339--8

-06/14/99--01017--003

*****8.75 *****8.75

U.S. Fleet Services, Inc.

- | | | |
|--|---|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | | |
| <input type="checkbox"/> Limited Liability Company | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input checked="" type="checkbox"/> Foreign | | |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Fict. Filing | <input type="checkbox"/> Change of PA. |
| <input type="checkbox"/> Limited Liability Partnership | | <input type="checkbox"/> UCC-1 UCC-3 |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call if Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

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MAY 25 PM 2:46
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W99-12251

Name
Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

JUN 11 1999

Please Return Extra Copy(s)
Filed Stamp

Thanks, Melanie

File 2nd
MAY 25 1999

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 26, 1999

CT CORPORATION SYSTEM
660 E. JEFFERSON STREET
TALLAHASSEE, FL 32301SUBJECT: U.S. FLEET SERVICES, INC.
Ref. Number: W99000012251FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUN 11 PM 3:42*Liba Garlon 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.

To:
Agnes Lunt
Document Specialist


Letter Number: 599A00028922

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99 JUN 11 PM 2:41*From:*
Melanie/CT
James Amillion
*m.s.**Quail w/*
Good standing
f. 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
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 Ditzinger

Secretary of the Commonwealth

DPOS

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