



P28504

ACCOUNT NO. : 072100000032

REFERENCE : 126337 4323297

AUTHORIZATION

Patricia Pigut

COST LIMIT : \$ 35.00

FILED
2002 FEB -4 AM 11:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : January 28, 2002

ORDER TIME : 9:58 AM

ORDER NO. : 126337-285

CUSTOMER NO: 4323297

CUSTOMER: Ms. Susan Toalson
Phillips Petroleum Company
Corporate Records / Legal
1250 Adams Building
Bartlesville, OK 74004

100004863531--1

CHANGE OF AGENT

NAME: TOSCO CORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

C. Coullatte FEB 04 2002

CONTACT PERSON: Ta-tanisha Adams

RECEIVED
02 FEB -4 AM 10:25
DIVISION OF STATE
TALLAHASSEE, FLORIDA

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED
AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Nevada submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation : TOSCO CORPORATION
2. The mailing address of the corporation : c/o BAYWAY REFINING COMPANY, Legal Dept.; 1400 S. Park Avenue, Linden, NJ 07036
3. Date of incorporation/qualification: March 9, 1990 Document number: P28504
4. The name and address of the current registered agent and office:
CT Corporation System
1200 S. Pine Island Road
Plantation, FL 33324
5. The name and address of the new registered agent (if changed) and/or registered office (if changed):
(P. O. Box Not Acceptable)
Corporation Service Company
1201 Hays Street
Tallahassee, FL 32301

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

W E Twyman
(Signature of an officer, chairman or vice chairman of the board)

January 21, 2002

(Date)

W. E. Twyman, Secretary

(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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 obligation of my position as registered agent.

Corporation Service Company

Maureen Cullen
(Signature of Registered Agent)

JAN 31 2002
(Date)

If signing on behalf of an entity:

Maureen Cullen

(Typed or Printed Name)

Assistant Vice President

(Capacity)

*** FILING FEE: \$35.00 ***