

FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

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Jul 13, 1999 8:00 am
Secretary of State

07-13-1999 90014 050 ***558.75

PROFIT CORPORATION ANNUAL REPORT 1999		FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS	
DOCUMENT # P37043			
1. Corporation Name BAYWAY REFINING COMPANY			
Principal Place of Business 1400 PARK AVENUE LINDEN NJ 07036 US		Mailing Address 1400 PARK AVE LINDEN NJ 07036 US	
2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip Country 24 25		2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip Country 29 30	
9. Name and Address of Current Registered Agent C T CORPORATION SYSTEM 8751 WEST BROWARD BLVD. PLANTATION FL 33324		10. Name and Address of New Registered Agent 81 Name 82 Street Address (P.O. Box Number is Not Acceptable) 83 84 City FL 85 Zip Code	
11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.			
SIGNATURE Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating) DATE			
12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	P WIGGINS, DWIGHT L 1400 PARK AVE. LINDEN NJ <input type="checkbox"/> DELETE	1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY-ST-ZIP	Director Jefferson F. Allen 72 Cummings Point Road Stamford, CT 06902 <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	C BECKETT, STEVEN R 1400 PARK AVE. LINDEN NJ <input type="checkbox"/> DELETE	2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY-ST-ZIP	Director/Vice President/Sec. Wilkes McClave III 72 Cummings Point Road Stamford, CT 06902 <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	AT HENRY, KEVIN 1400 PARK AVE. LINDEN NJ <input type="checkbox"/> DELETE	3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY-ST-ZIP	Vice President/Treasurer Craig R. Deasy 72 Cummings Point Road Stamford, CT 06902 <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	AS STEINHAUSER 72 CUMMINGS POINT RD STAMFORD CT 07036 <input checked="" type="checkbox"/> DELETE	4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY-ST-ZIP	Assistant Secretary Michael D. Gayda 1400 Park Avenue Linden, NJ 07036 <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	AS STEINHAUSER, LORE C 1400 PARK AVE. LINDEN NJ <input checked="" type="checkbox"/> DELETE	5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY-ST-ZIP	Assistant Secretary Arthur L. Gross 1500 N. Priest Drive Tempe, AZ 85281 <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	D O'MALLEY, THOMAS DANIEL 72 CUMMINGS POINT RD SATMFOR CT <input type="checkbox"/> DELETE	6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY-ST-ZIP	Assistant Secretary Michael F. Ward 1400 Park Avenue Linden, NJ 07036 <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE:

Michael D. Gayda
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Michael D. Gayda, Assistant Secretary (908) 523-5000

Date

Daytime Phone #

587422-90014-50
P37043

Corporation #: 1233315

OFFICERS AND DIRECTORS
OF
BAYWAY REFINING COMPANY
(a Delaware corporation)

DIRECTORS

<u>NAME</u>	<u>BUSINESS ADDRESS</u>
Thomas D. O'Malley	72 Cummings Point Rd. Stamford, CT 06902
Jefferson Allen	72 Cummings Point Rd. Stamford, CT 06902
Wilkes McClave III	72 Cummings Point Rd. Stamford, CT 06902

OFFICERS

<u>NAME</u>	<u>TITLE</u>	<u>BUSINESS ADDRESS</u>
Dwight L. Wiggins	President	1400 Park Avenue Linden, NJ 07036
Thomas J. Nimbley	Senior Vice President	1400 Park Avenue Linden, NJ 07036
Craig R. Deasy	Vice President & Treasurer	72 Cummings Point Rd. Stamford, CT 06902
Wilkes McClave III	Vice President & Secretary	72 Cummings Point Rd. Stamford, CT 06902
Steven R. Beckett	Controller	1400 Park Avenue Linden, NJ 07036
Kevin G. Henry	Assistant Treasurer	1400 Park Avenue Linden, NJ 07036
Michael D. Gayda	Assistant Secretary	1400 Park Avenue Linden, NJ 07036
Arthur L. Gross	Assistant Secretary	1500 N. Priest Drive Tempe, AZ 85281
Michael F. Ward	Assistant Secretary	1400 Park Avenue Linden, NJ 07036
Joseph D. Watson	Assistant Secretary	72 Cummings Point Rd. Stamford, CT 06902