

State of Idaho

Department of State

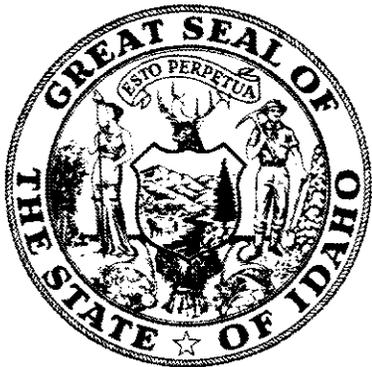
CERTIFICATE OF AUTHORITY OF

ASTROLINE CORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of ASTROLINE CORPORATION for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to ASTROLINE CORPORATION to transact business in this State under the name ASTROLINE CORPORATION and attach hereto a duplicate original of the Application for such Certificate.

Dated June 29, 1987



A handwritten signature in cursive script, reading "Pete T. Cenarrusa".

SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

To the Secretary of State of Idaho

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Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is Astroline Corporation ^{87 JUN 29 PM 2 17}

2. The name which it shall use in Idaho is _____

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of New York

4. The date of its incorporation is August 2, 1971 and the period of its duration is perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is

1633 Broadway, New York, New York 10019

6. The address to which correspondence should be addressed, if different from that in item 5.

231 John Street, Reading, Massachusetts 01867

7. The street address of its proposed registered office in Idaho is c/o The Prentice-Hall Corporation System, Inc., One Capital Center, 999 Main Street Boise, Idaho 83702, and the name of its proposed

registered agent in Idaho at that address is The Prentice-Hall Corporation System, Inc.

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:

To purchase, sell, store and otherwise deal in petroleum and related products.

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>Fred J. Boling, Jr.</u>	<u>Director</u>	<u>24 Tophet Road, Lynnfield, MA 01940</u>
<u>Herbert Sostek</u>	<u>Director</u>	<u>65 E. India Row, Boston, MA 02110</u>
<u>Richard Gibbs</u>	<u>Director</u>	<u>60 Puritan Lane, Swampscott, MA 01907</u>
<u>Fred J. Boling, Jr.</u>	<u>Pres./Treas.</u>	<u>24 Tophet Road, Lynnfield, MA 01940</u>
<u>Peter Siciliano</u>	<u>Vice President</u>	<u>231 John Street, Reading, MA 01867</u>
<u>William C. Lance</u>	<u>Secretary</u>	<u>518 Chestnut Street, Newton, MA 02168</u>

(continued on reverse)

Name

Office

Address

- 10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.
- 11. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: 6/17/87

ASTROLINE CORPORATION
(Corporation Name)

By Peter M. Siciliano
Its President/Vice President (please specify)

and William L. Vance
Its Secretary/Assistant Secretary (please specify)

STATE OF Massachusetts
COUNTY OF Worcester) ss:

I, Richard S MacInnis, a notary public, do hereby certify that on this 17th day of June, 19 87, personally appeared before me Peter M Siciliano, who being by me first duly sworn, declared that (s)he is the Vice President of Astroline Corporation

that (s)he signed the foregoing document as Vice President of the corporation and that the statements therein contained are true.

[Signature]
Notary Public
My Commission Expires January 4, 1993

State of New York)
Department of State) SS:

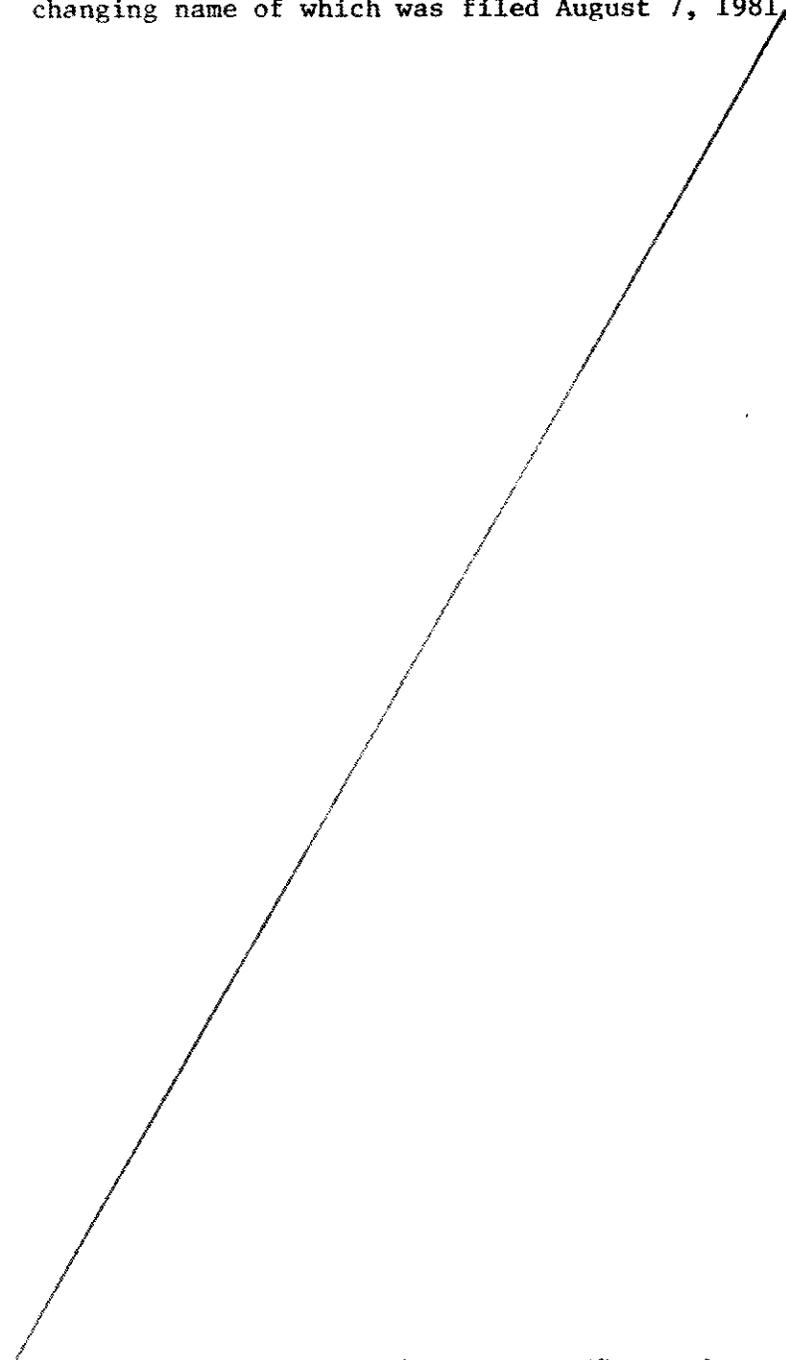
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SEC. OF STATE

87 JUN 29 PM 2 17

I Hereby Certify, that I have made a careful examination of the index of corporation papers filed in this Department for a certificate, order or record of a dissolution of

ASTROLINE CORPORATION

the certificate of incorporation of which corporation was filed August 2, 1971, under the name of ASTROLINE PETROLEUM CORP.-OF NEW YORK, with perpetual duration, and certificate changing name of which was filed August 7, 1981.



and that upon such examination, I find no such certificate, order or record, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

Witness my hand and the official seal of the Department of State at the City of Albany, this 19th day of June one thousand nine hundred and eighty-seven

Carl J. Shaffer
Secretary of State