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Karen A. Yarbrough
Cook County Recorder of Deeds
Date: 05/28/2014 10:26 AM Pg: 1 of 3

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS

A. NAME & PHONE OF CONTACT AT FILER (optional) WORLD FUEL SERVICES INC DBA TEXOR PETROLEUM
B. E-MAIL CONTACT AT FILER (optional) kelly.allen@carterenergy.com
C. SEND ACKNOWLEDGMENT TO: (Name and Address) WORLD FUEL SERVICES INC DBA TEXOR PETROLEUM P.O. BOX 29106 SHAWNEE MISSION KS 66021 913-643-2247

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S NAME: Provide only one Debtor name (1a or 1b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name); if any part of the Individual Debtor's name will not fit in line 1b, leave all of item 1 blank, check here and provide the Individual Debtor information in item 10 of the Financing Statement Addendum (Form UCC1Ad)

1a. ORGANIZATION'S NAME WARNER FUEL, INC.	OR			
1b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX	
1c. MAILING ADDRESS 43 N HOMAN AVE	CITY CHICAGO	STATE IL	POSTAL CODE 60624	COUNTRY USA

2. DEBTOR'S NAME: Provide only one Debtor name (2a or 2b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name); if any part of the Individual Debtor's name will not fit in line 2b, leave all of item 2 blank, check here and provide the Individual Debtor information in item 10 of the Financing Statement Addendum (Form UCC1Ad)

2a. ORGANIZATION'S NAME	OR			
2b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX	
2c. MAILING ADDRESS	CITY	STATE	POSTAL CODE	COUNTRY

3. SECURED PARTY'S NAME (or NAME of ASSIGNEE of ASSIGNOR SECURED PARTY): Provide only one Secured Party name (3a or 3b)

3a. ORGANIZATION'S NAME WORLD FUEL SERVICES INC DBA TEXOR PETROLEUM	OR			
3b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX	
3c. MAILING ADDRESS P.O. BOX 29106	CITY SHAWNEE MISSION	STATE KS	POSTAL CODE 66201	COUNTRY USA

4. COLLATERAL: This financing statement covers the following collateral:

SECURITY INTEREST IN ALL OPERATIONAL IMPROVEMENTS, MADE AT PREMISES IN CONNECTION WITH IMAGE REQUIREMENTS AS STATED IN PROMISSORY NOTE DATED 04/23/2014 IN THE AMOUNT OF \$25,000.00. ALL INVENTORIES, ALL FIXTURES AND ALL PERSONAL PROPERTY BETWEEN WORLD FUEL SERVICES INC. DBA CARTER ENERGY AND WARNER FUEL, INC.

S yes
P 3
S N
M N
SC yes
E yes
INT al

5. Check only if applicable and check only one box: Collateral is held in a Trust (see UCC1Ad, item 17 and Instructions) being administered by a Decedent's Personal Representative

6a. Check only if applicable and check only one box:
 Public-Finance Transaction Manufactured-Home Transaction A Debtor is a Transmitting Utility

6b. Check only if applicable and check only one box:
 Agricultural Lien Non-UCC Filing

7. ALTERNATIVE DESIGNATION (if applicable): Lessee/Lessor Consignee/Consignor Seller/Buyer Bailee/Bailor Licensee/Licenser

8. OPTIONAL FILER REFERENCE DATA:

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UCC FINANCING STATEMENT ADDENDUM

FOLLOW INSTRUCTIONS

9. NAME OF FIRST DEBTOR: Same as line 1a or 1b on Financing Statement, if line 1b was left blank because Individual Debtor name did not fit, check here

9a. ORGANIZATION'S NAME

WARNER FUEL, INC.

OR

9b. INDIVIDUAL'S SURNAME

FIRST PERSONAL NAME

ADDITIONAL NAME(S)/INITIAL(S)

SUFFIX

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10. DEBTOR'S NAME: Provide (10a or 10b) only one additional Debtor name or Debtor name that did not fit in line 1b or 2b of the Financing Statement (Form UCC1) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name) and enter the mailing address in line 10c

10a. ORGANIZATION'S NAME

OR

10b. INDIVIDUAL'S SURNAME

INDIVIDUAL'S FIRST PERSONAL NAME

INDIVIDUAL'S ADDITIONAL NAME(S)/INITIAL(S)

SUFFIX

10c. MAILING ADDRESS

CITY

STATE

POSTAL CODE

COUNTRY

11. ADDITIONAL SECURED PARTY'S NAME or ASSIGNOR SECURED PARTY'S NAME: Provide only one name (11a or 11b)

11a. ORGANIZATION'S NAME

OR

11b. INDIVIDUAL'S SURNAME

FIRST PERSONAL NAME

ADDITIONAL NAME(S)/INITIAL(S)

SUFFIX

11c. MAILING ADDRESS

CITY

STATE

POSTAL CODE

COUNTRY

12. ADDITIONAL SPACE FOR ITEM 4 (Collateral):

13. This FINANCING STATEMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS (if applicable)

14. This FINANCING STATEMENT:

 covers timber to be cut covers as-extracted collateral is filed as a fixture filing

15. Name and address of a RECORD OWNER of real estate described in item 16 (if Debtor does not have a record interest):

**WARNER FUEL, INC.
43 N HOMAN AVE
CHICAGO IL 60624**

16. Description of real estate:

SEE ATTACHED

17. MISCELLANEOUS:

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LOT ONE HUNDRED FOUR(104) IN FOSTER-HARLEM RESUBDIVISION OF PARTS OF BLOCKS THREE(3),SIX(6) AND SEVEN(7),AND ALL BLOCKS ONE(1),EIGHT(8),NINE(9) AND TEN(10) IN VOLK BROS. GREATER HARLEM AVENUE SUBDIVISION OF THE NORTHWEST QUARTER (NW-1/4)OF THE SOUTHWEST QUARTER(SW-1/4)OF SECTION SEVEN(7),TOWNSHIP FORTY(40)NORTH RANGE THIRTEEN(13),EAST OF THE THIRD PRINCIPAL MERIDIAN,IN COOK COUNTY,ILLINOIS,ACCORDING TO THE FLAT THEREOF RECORDED JULY 27, 1950 AS DOCUMENT 14861751 IN BOOK OF PLATS, PAGE 33, IN COOK COUNTY, ILLINOIS.

PIN# 13-07-311-054-0000

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