



State of West Virginia
 Department of Administration
 Purchasing Division
 2019 Washington Street East
 Post Office Box 50130
 Charleston, WV 25305-0130

Request for Quotation

RFQ NUMBER: **FUELTT011**

PAGE: **1**

ADDRESS CORRESPONDENCE TO ATTENTION OF:
JO ANN ADKINS
304-558-8802

RFQ COPY
 TYPE NAME/ADDRESS HERE
James River Solutions
10487 Lakeside Parkway
Ashland, Va. 23005

ALL STATE AGENCIES
 AND POLITICAL SUBDIVISIONS
 VARIOUS LOCALES AS INDICATED
 BY ORDER

DATE PRINTED	TERMS OF SALE	SHIP VIA	FOB	FREIGHT TERMS
04/29/2010				

BID OPENING DATE: **05/19/2010** BID OPENING TIME **01:30PM**

LINE	QUANTITY	UOP	CAT NO	ITEM NUMBER	UNIT PRICE	AMOUNT
REQUEST FOR QUOTATION BLANKET OPEN-END STATEWIDE CONTRACT TO SUPPLY AUTOMOTIVE GASOLINE AND FUEL BY TANK TRUCK FOR ALL WV STATE AGENCIES AND POLITICAL SUBDIVISIONS. VENDORS SHALL USE THE ATTACHED "FUELTT011 PRICING PAGE" TO ENTER THEIR QUOTATION. AN ELECTRONIC VERSION OF FUELTT011 PRICING PAGE CAN BE FOUND AT: WWW.STATE.WV.US/ADMIN/PURCHASE/NEWBUL.HTM BIDDERS ARE REQUESTED THAT IN ADDITION TO THE REQUIRED PAPER BID THAT AN ELECTRONIC VERSION BE SUBMITTED WITH THEIR BID. BIDDERS SHALL NOT E-MAIL THE ELECTRONIC COPY. IN THE EVENT THE PAPER BID AND THE ELECTRONIC BID COPY DO NOT MATCH, THE PAPER BID SHALL PREVAIL. ATTACHMENTS TO THIS REQUEST FOR QUOTATION: 1. FUELTT011 SPECIFICATIONS, 9 PAGES 2. FUELTT011 PRICING PAGE, 1 PAGE 3. WV MAP DIVIDED BY REGIONS/DISTRICTS 4. PURCHASING AFFIDAVIT 5. RESIDENT VENDOR PREFERENCE						
0001	FUELS	1	LS	405-15		

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 2010 MAY 14 A 10:15

 PURCHASING DIVISION
 STATE OF WV

SEE REVERSE SIDE FOR TERMS AND CONDITIONS

SIGNATURE <i>R. Stallings</i>	TELEPHONE 204-955-1151	DATE 5-13-2010
TITLE <i>Inside Sales</i>	FERN 32-0135618	ADDRESS CHANGES TO BE NOTED ABOVE

WHEN RESPONDING TO RFQ, INSERT NAME AND ADDRESS IN SPACE ABOVE LABELED 'VENDOR'

GENERAL TERMS & CONDITIONS REQUEST FOR QUOTATION (RFQ) AND REQUEST FOR PROPOSAL (RFP)

1. Awards will be made in the best interest of the State of West Virginia.
2. The State may accept or reject in part, or in whole, any bid.
3. Prior to any award, the apparent successful vendor must be properly registered with the Purchasing Division and have paid the required \$125 fee.
4. All services performed or goods delivered under State Purchase Order/Contracts are to be continued for the term of the Purchase Order/Contracts, contingent upon funds being appropriated by the Legislature or otherwise being made available. In the event funds are not appropriated or otherwise available for these services or goods this Purchase Order/Contract becomes void and of no effect after June 30.
5. Payment may only be made after the delivery and acceptance of goods or services.
6. Interest may be paid for late payment in accordance with the *West Virginia Code*.
7. Vendor preference will be granted upon written request in accordance with the *West Virginia Code*.
8. The State of West Virginia is exempt from federal and state taxes and will not pay or reimburse such taxes.
9. The Director of Purchasing may cancel any Purchase Order/Contract upon 30 days written notice to the seller.
10. The laws of the State of West Virginia and the *Legislative Rules* of the Purchasing Division shall govern the purchasing process.
11. Any reference to automatic renewal is hereby deleted. The Contract may be renewed only upon mutual written agreement of the parties.
12. **BANKRUPTCY:** In the event the vendor/contractor files for bankruptcy protection, the State may deem this contract null and void, and terminate such contract without further order.
13. **HIPAA BUSINESS ASSOCIATE ADDENDUM:** The West Virginia State Government HIPAA Business Associate Addendum (BAA), approved by the Attorney General, is available online at www.state.wv.us/admin/purchase/vrc/hipaa.htm and is hereby made part of the agreement. Provided that the Agency meets the definition of a Cover Entity (45 CFR §160.103) and will be disclosing Protected Health Information (45 CFR §160.103) to the vendor.
14. **CONFIDENTIALITY:** The vendor agrees that he or she will not disclose to anyone, directly or indirectly, any such personally identifiable information or other confidential information gained from the agency, unless the individual who is the subject of the information consents to the disclosure in writing or the disclosure is made pursuant to the agency's policies, procedures, and rules. Vendor further agrees to comply with the Confidentiality Policies and Information Security Accountability Requirements, set forth in <http://www.state.wv.us/admin/purchase/privacy/noticeConfidentiality.pdf>.
15. **LICENSING:** Vendors must be licensed and in good standing in accordance with any and all state and local laws and requirements by any state or local agency of West Virginia, including, but not limited to, the West Virginia Secretary of State's Office, the West Virginia Tax Department, and the West Virginia Insurance Commission. The vendor must provide all necessary releases to obtain information to enable the director or spending unit to verify that the vendor is licensed and in good standing with the above entities.
16. **ANTITRUST:** In submitting a bid to any agency for the State of West Virginia, the bidder offers and agrees that if the bid is accepted the bidder will convey, sell, assign or transfer to the State of West Virginia all rights, title and interest in and to all causes of action it may now or hereafter acquire under the antitrust laws of the United States and the State of West Virginia for price fixing and/or unreasonable restraints of trade relating to the particular commodities or services purchased or acquired by the State of West Virginia. Such assignment shall be made and become effective at the time the purchasing agency tenders the initial payment to the bidder.

I certify that this bid is made without prior understanding, agreement, or connection with any corporation, firm, limited liability company, partnership, or person or entity submitting a bid for the same material, supplies, equipment or services and is in all respects fair and without collusion or fraud. I further certify that I am authorized to sign the certification on behalf of the bidder or this bid.

INSTRUCTIONS TO BIDDERS

1. Use the quotation forms provided by the Purchasing Division. Complete all sections of the quotation form.
2. Items offered must be in compliance with the specifications. Any deviation from the specifications must be clearly indicated by the bidder. Alternates offered by the bidder as **EQUAL** to the specifications must be clearly defined. A bidder offering an alternate should attach complete specifications and literature to the bid. The Purchasing Division may waive minor deviations to specifications.
3. Unit prices shall prevail in case of discrepancy. All quotations are considered F.O.B. destination unless alternate shipping terms are clearly identified in the quotation.
4. All quotations must be delivered by the bidder to the office listed below prior to the date and time of the bid opening. Failure of the bidder to deliver the quotations on time will result in bid disqualifications: Department of Administration, Purchasing Division, 2019 Washington Street East, P.O. Box 50130, Charleston, WV 25305-0130
5. Communication during the solicitation, bid, evaluation or award periods, except through the Purchasing Division, is strictly prohibited (W.Va. C.S.R. §148-1-6.6).



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 Department of Administration
 Purchasing Division
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RFQ NUMBER
FUELT011

PAGE
2

ADDRESS CORRESPONDENCE TO ATTENTION OF
**JO ANN ADKINS
 304-558-8802**

PROPERTY

RFQ COPY
 TYPE NAME/ADDRESS HERE

*James River Solutions
 10487 Lakeside Parkway
 Ashland, Va. 23005*

SHIP TO

ALL STATE AGENCIES
 AND POLITICAL SUBDIVISIONS
 VARIOUS LOCALES AS INDICATED
 BY ORDER

DATE PRINTED	TERMS OF SALE	SHIP VIA	FOB	FREIGHT TERMS
04/29/2010				

BID OPENING DATE: **05/19/2010** BID OPENING TIME **01:30PM**

LINE	QUANTITY	UOP	CAT NO.	ITEM NUMBER	UNIT PRICE	AMOUNT
<p>EXHIBIT 3</p> <p>LIFE OF CONTRACT: THIS CONTRACT BECOMES EFFECTIVE ON AND EXTENDS FOR A PERIOD OF SIX (6) MONTHS OR UNTIL SUCH "REASONABLE TIME" THEREAFTER AS IS NECESSARY TO OBTAIN A NEW CONTRACT OR RENEW THE ORIGINAL CONTRACT. THE "REASONABLE TIME" PERIOD SHALL NOT EXCEED TWELVE (12) MONTHS. DURING THIS "REASONABLE TIME" THE VENDOR MAY TERMINATE THIS CONTRACT FOR ANY REASON UPON GIVING THE DIRECTOR OF PURCHASING 30 DAYS WRITTEN NOTICE.</p> <p>UNLESS SPECIFIC PROVISIONS ARE STIPULATED ELSEWHERE IN THIS CONTRACT DOCUMENT, THE TERMS, CONDITIONS AND PRICING SET HEREIN ARE FIRM FOR THE LIFE OF THE CONTRACT.</p> <p>RENEWAL: THIS CONTRACT MAY BE RENEWED UPON THE MUTUAL WRITTEN CONSENT OF THE SPENDING UNIT AND VENDOR, SUBMITTED TO THE DIRECTOR OF PURCHASING THIRTY (30) DAYS PRIOR TO THE EXPIRATION DATE. SUCH RENEWAL SHALL BE IN ACCORDANCE WITH THE TERMS AND CONDITIONS OF THE ORIGINAL CONTRACT AND SHALL BE LIMITED TO TWO (2) SIX (6) MONTH PERIODS.</p> <p>CANCELLATION: THE DIRECTOR OF PURCHASING RESERVES THE RIGHT TO CANCEL THIS CONTRACT IMMEDIATELY UPON WRITTEN NOTICE TO THE VENDOR IF THE COMMODITIES AND/OR SERVICES SUPPLIED ARE OF AN INFERIOR QUALITY OR DO NOT CONFORM TO THE SPECIFICATIONS OF THE BID AND CONTRACT HEREIN.</p> <p>OPEN MARKET CLAUSE: THE DIRECTOR OF PURCHASING MAY AUTHORIZE A SPENDING UNIT TO PURCHASE ON THE OPEN MARKET, WITHOUT THE FILING OF A REQUISITION OR COST ESTIMATE, ITEMS SPECIFIED ON THIS CONTRACT FOR IMMEDIATE DELIVERY IN EMERGENCIES DUE TO UNFORESEEN</p>						

SEE REVERSE SIDE FOR TERMS AND CONDITIONS

SIGNATURE <i>J. Stallings</i>	TELEPHONE 804-955-1151	DATE 5-14-2010
TITLE Inside Sales	FEIN 32-0135218	ADDRESS CHANGES TO BE NOTED ABOVE

WHEN RESPONDING TO RFQ, INSERT NAME AND ADDRESS IN SPACE ABOVE LABELED 'VENDOR'



State of West Virginia
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PAGE
3

ADDRESS CORRESPONDENCE TO ATTENTION OF
**JO ANN ADKINS
 304-558-8802**

PROPERTY

RFQ COPY
 TYPE NAME/ADDRESS HERE
*James River Solutions
 10489 Lakeside Park
 Ashling Va. 23002*

SHIP TO

ALL STATE AGENCIES
 AND POLITICAL SUBDIVISIONS
 VARIOUS LOCALES AS INDICATED
 BY ORDER

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BID OPENING DATE: **05/19/2010** BID OPENING TIME **01:30PM**

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<p>CAUSES (INCLUDING BUT NOT LIMITED TO DELAYS IN TRANSPORTATION OR AN UNANTICIPATED INCREASE IN THE VOLUME OF WORK.)</p> <p>QUANTITIES: QUANTITIES LISTED IN THE REQUISITION ARE APPROXIMATIONS ONLY, BASED ON ESTIMATES SUPPLIED BY THE STATE SPENDING UNIT. IT IS UNDERSTOOD AND AGREED THAT THE CONTRACT SHALL COVER THE QUANTITIES ACTUALLY ORDERED FOR DELIVERY DURING THE TERM OF THE CONTRACT, WHETHER MORE OR LESS THAN THE QUANTITIES SHOWN.</p> <p>ORDERING PROCEDURE: SPENDING UNIT(S) SHALL ISSUE A WRITTEN STATE CONTRACT ORDER (FORM NUMBER WV-39) TO THE VENDOR FOR COMMODITIES COVERED BY THIS CONTRACT. THE ORIGINAL COPY OF THE WV-39 SHALL BE MAILED TO THE VENDOR AS AUTHORIZATION FOR SHIPMENT, A SECOND COPY MAILED TO THE PURCHASING DIVISION, AND A THIRD COPY RETAINED BY THE SPENDING UNIT.</p> <p>BANKRUPTCY: IN THE EVENT THE VENDOR/CONTRACTOR FILES FOR BANKRUPTCY PROTECTION, THE STATE MAY DEEM THE CONTRACT NULL AND VOID, AND TERMINATE SUCH CONTRACT WITHOUT FURTHER ORDER.</p> <p>THE TERMS AND CONDITIONS CONTAINED IN THIS CONTRACT SHALL SUPERSEDE ANY AND ALL SUBSEQUENT TERMS AND CONDITIONS WHICH MAY APPEAR ON ANY ATTACHED PRINTED DOCUMENTS SUCH AS PRICE LISTS, ORDER FORMS, SALES AGREEMENTS OR MAINTENANCE AGREEMENTS, INCLUDING ANY ELECTRONIC MEDIUM SUCH AS CD-ROM.</p> <p>REV. 05/26/2009</p> <p>EXHIBIT 4</p>						

SEE REVERSE SIDE FOR TERMS AND CONDITIONS

SIGNATURE <i>J. J. Jiles</i>	TELEPHONE 804-955-1151	DATE 5-13-2010
TITLE <i>Jiles</i>	FEIN 32-0135618	ADDRESS CHANGES TO BE NOTED ABOVE

WHEN RESPONDING TO RFQ, INSERT NAME AND ADDRESS IN SPACE ABOVE LABELED 'VENDOR'



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 Department of Administration
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Request for Quotation

RFQ NUMBER: **FUELTT011**

PAGE: **4**

ADDRESS CORRESPONDENCE TO ATTENTION OF:
JD ANN ADKINS
304-558-8802

RFQ COPY

TYPE NAME/ADDRESS HERE

*James River Solutions
 10487 Lakeside Pkwy
 Ashland, Va. 23005*

RFQ COPY

ALL STATE AGENCIES
 AND POLITICAL SUBDIVISIONS
 VARIOUS LOCALES AS INDICATED
 BY ORDER

DATE PRINTED	TERMS OF SALE	SHIP VIA	F.O.B.	FREIGHT TERMS
04/29/2010				

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<p>LOCAL GOVERNMENT BODIES: UNLESS THE VENDOR INDICATES HIS REFUSAL TO EXTEND THE PRICES, TERMS, AND CONDITIONS OF THE BID TO COUNTY, SCHOOL, MUNICIPAL AND OTHER LOCAL GOVERNMENT BODIES, THE BID SHALL EXTEND TO POLITICAL SUBDIVISIONS OF THE STATE OF WEST VIRGINIA. IF THE VENDOR DOES NOT WISH TO EXTEND THE PRICES, TERMS, AND CONDITIONS OF THE BID TO ALL POLITICAL SUBDIVISIONS OF THE STATE, THE VENDOR MUST CLEARLY INDICATE SUCH REFUSAL IN HIS BID. SUCH REFUSAL SHALL NOT PREJUDICE THE AWARD OF THIS CONTRACT IN ANY MANNER.</p> <p>REV. 3/88</p> <p>EXHIBIT 10</p> <p>REQUISITION NO.: <i>FUELTT011</i></p> <p>ADDENDUM ACKNOWLEDGEMENT</p> <p>I HEREBY ACKNOWLEDGE RECEIPT OF THE FOLLOWING CHECKED ADDENDUM(S) AND HAVE MADE THE NECESSARY REVISIONS TO MY PROPOSAL, PLANS AND/OR SPECIFICATION, ETC.</p> <p>ADDENDUM NO.'S:</p> <p>NO. 1</p> <p>NO. 2</p> <p>NO. 3</p> <p>NO. 4</p> <p>NO. 5</p>						

SEE REVERSE SIDE FOR TERMS AND CONDITIONS

SIGNATURE <i>R. Stallings</i>	TELEPHONE <i>804-955-1151</i>	DATE <i>5-13-2010</i>
TITLE <i>Inside Sales</i>	FEIN <i>32-0135618</i>	ADDRESS CHANGES TO BE NOTED ABOVE

WHEN RESPONDING TO RFQ, INSERT NAME AND ADDRESS IN SPACE ABOVE LABELED 'VENDOR'



State of West Virginia
 Department of Administration
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RFQ NUMBER: **FUELTT011**

PAGE: **5**

ADDRESS CORRESPONDENCE TO ATTENTION OF:
JO ANN ADKINS
304-558-8802

RFQ COPY
 TYPE NAME/ADDRESS HERE

*James River Solutions
 10497 Lakeside Park
 Ashland, Va. 23005*

ALL STATE AGENCIES
 AND POLITICAL SUBDIVISIONS
 VARIOUS LOCALES AS INDICATED
 BY ORDER

DATE PRINTED	TERMS OF SALE	SHIP VIA	F.O.B.	FREIGHT TERMS
04/29/2010				

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<p>I UNDERSTAND THAT FAILURE TO CONFIRM THE RECEIPT OF THE ADDENDUM(S) MAY BE CAUSE FOR REJECTION OF BIDS.</p> <p>VENDOR MUST CLEARLY UNDERSTAND THAT ANY VERBAL REPRESENTATION MADE OR ASSUMED TO BE MADE DURING ANY ORAL DISCUSSION HELD BETWEEN VENDOR'S REPRESENTATIVES AND ANY STATE PERSONNEL IS NOT BINDING. ONLY THE INFORMATION ISSUED IN WRITING AND ADDED TO THE SPECIFICATIONS BY AN OFFICIAL ADDENDUM IS BINDING.</p> <p style="text-align: center;"> <i>[Signature]</i> SIGNATURE <i>James River Solutions</i> COMPANY <i>5-13-2010</i> DATE </p> <p>NOTE: THIS ADDENDUM ACKNOWLEDGEMENT SHOULD BE SUBMITTED WITH THE BID.</p> <p>REV. 09/21/2009 PURCHASING CARD ACCEPTANCE: THE STATE OF WEST VIRGINIA CURRENTLY UTILIZES A VISA PURCHASING CARD PROGRAM WHICH IS ISSUED THROUGH A BANK. THE SUCCESSFUL VENDOR MUST ACCEPT THE STATE OF WEST VIRGINIA VISA PURCHASING CARD FOR PAYMENT OF ALL ORDERS PLACED BY ANY STATE AGENCY AS A CONDITION OF AWARD.</p>						

SEE REVERSE SIDE FOR TERMS AND CONDITIONS

SIGNATURE <i>[Signature]</i>	TELEPHONE 804-955-1151	DATE 5-13-2010
TITLE <i>James Ann</i>	FEIN 32-0135619	ADDRESS CHANGES TO BE NOTED ABOVE

WHEN RESPONDING TO RFQ, INSERT NAME AND ADDRESS IN SPACE ABOVE LABELED 'VENDOR'



State of West Virginia
 Department of Administration
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 Charleston, WV 25305-0130

Request for Quotation

RFQ NUMBER
FUELTT011

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6

ADDRESS CORRESPONDENCE TO ATTENTION OF
JO ANN ADKINS
304-558-8802

SUBJECT

RFQ COPY
 TYPE NAME/ADDRESS HERE

*James River Solutions
 10487 Lakeside Park
 Ashland, Va. 23005*

SHIP TO

ALL STATE AGENCIES
 AND POLITICAL SUBDIVISIONS
 VARIOUS LOCALES AS INDICATED
 BY ORDER

DATE PRINTED	TERMS OF SALE	SHIP VIA	FOB	FREIGHT TERMS
04/29/2010				

BID OPENING DATE: **05/19/2010** BID OPENING TIME **01:30PM**

LINE	QUANTITY	UOP	CAT NO	ITEM NUMBER	UNIT PRICE	AMOUNT
<p>NOTICE</p> <p>A SIGNED BID MUST BE SUBMITTED TO:</p> <p>DEPARTMENT OF ADMINISTRATION PURCHASING DIVISION BUILDING 15 2019 WASHINGTON STREET, EAST CHARLESTON, WV 25305-0130</p> <p>THE BID SHOULD CONTAIN THIS INFORMATION ON THE FACE OF THE ENVELOPE OR THE BID MAY NOT BE CONSIDERED:</p> <p>SEALED BID</p> <p>BUYER: FILE 42</p> <p>RFQ. NO.: FUELTT011</p> <p>BID OPENING DATE: 05/19/2010</p> <p>BID OPENING TIME: 1:30 PM</p> <p>PLEASE PROVIDE A FAX NUMBER IN CASE IT IS NECESSARY TO CONTACT YOU REGARDING YOUR BID:</p> <p style="text-align: center;">----- <i>804-622-1003</i> -----</p> <p>CONTACT PERSON (PLEASE PRINT CLEARLY):</p>						

SEE REVERSE SIDE FOR TERMS AND CONDITIONS

SIGNATURE <i>J. Stallings</i>	TELEPHONE <i>804-955-1151</i>	DATE <i>5-13-2010</i>
TITLE <i>Inside Sales</i>	FEIN <i>52-0135618</i>	ADDRESS CHANGES TO BE NOTED ABOVE

WHEN RESPONDING TO RFQ, INSERT NAME AND ADDRESS IN SPACE ABOVE LABELED 'VENDOR'



State of West Virginia
 Department of Administration
 Purchasing Division
 2019 Washington Street East
 Post Office Box 50130
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RFQ NUMBER
FUELTT011

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7

ADDRESS CORRESPONDENCE TO ATTENTION OF
**JO ANN ADKINS
 304-558-8802**

PROPERTY

RFQ COPY
 TYPE NAME/ADDRESS HERE

*James River Solutions
 10487 Lakeridge Park
 Ashland, Va. 23005*

SHIP TO

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 AND POLITICAL SUBDIVISIONS
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 BY ORDER

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LINE	QUANTITY	UOP	CAT NO	ITEM NUMBER	UNIT PRICE	AMOUNT

***** THIS IS THE END OF RFQ FUELTT011 ***** TOTAL: _____						

SEE REVERSE SIDE FOR TERMS AND CONDITIONS

SIGNATURE <i>K. Starnes</i>	TELEPHONE 804-955-1181	DATE 5-13-2010
TITLE <i>Inside Sales</i>	FEIN 52-0135618	ADDRESS CHANGES TO BE NOTED ABOVE

WHEN RESPONDING TO RFQ, INSERT NAME AND ADDRESS IN SPACE ABOVE LABELED 'VENDOR'

FUELTT011 VENDOR QUOTE SHEET

VENDOR: James River Solutions

DISTRICT	FUEL TYPE	Six Month's ESTIMATED NEEDS (gals.)	T/T Markup Bid per Gallon	Potential Terminal Locations fuel will be pulled from
ONE	Unleaded Gasoline/E 10	201,000		APA, AKY, CWV, RVA, MOH, PPA, RVA
	No. 2 Diesel	170,000		
	No. 2 Diesel w/ Winter add.	50,000		
	BioDiesel B5	25,000		
	BioDiesel B5 w/Winter add.	25,000		
TWO	Unleaded Gasoline/E 10	214,000	0.509	APA, AKY, CWV, RVA, MOH, PPA, RVA
	No. 2 Diesel	120,000	1.074	
	No. 2 Diesel w/ Winter add.	33,000	1.999	
	BioDiesel B5	16,000	1.874	
	BioDiesel B5 w/Winter add.	16,000	2.199	
THREE	Unleaded Gasoline/E 10	166,000	0.462	APA, AKY, CWV, RVA, MOH, PPA, RVA
	No. 2 Diesel	181,000	1.020	
	No. 2 Diesel w/ Winter add.	63,000	1.345	
	BioDiesel B5	31,000	1.820	
	BioDiesel B5 w/Winter add.	31,000	2.145	
FOUR	Unleaded Gasoline/E 10	243,000	0.672	APA, AKY, CWV, RVA, MOH, PPA, RVA
	No. 2 Diesel	245,000	1.253	
	No. 2 Diesel w/ Winter add.	87,000	1.578	
	BioDiesel B5	43,000	2.053	
	BioDiesel B5 w/Winter add.	43,000	2.378	
FIVE	Unleaded Gasoline/E 10	167,000	1.250	APA, AKY, CWV, RVA, MOH, PPA, RVA
	No. 2 Diesel	143,000	1.250	
	No. 2 Diesel w/ Winter add.	55,000	1.990	
	BioDiesel B5	27,000	2.450	
	BioDiesel B5 w/Winter add.	27,000	2.775	
SIX	Unleaded Gasoline/E 10	127,000	0.602	APA, AKY, CWV, RVA, MOH, PPA, RVA
	No. 2 Diesel	110,000	1.189	
	No. 2 Diesel w/ Winter add.	52,000	1.514	
	BioDiesel B5	26,000	1.989	
	BioDiesel B5 w/Winter add.	26,000	2.314	
SEVEN	Unleaded Gasoline/E 10	207,000	0.753	APA, AKY, CWV, RVA, MOH, PPA, RVA
	No. 2 Diesel	184,000	1.293	
	No. 2 Diesel w/ Winter add.	98,000	1.618	
	BioDiesel B5	49,000	2.093	
	BioDiesel B5 w/Winter add.	49,000	2.418	
EIGHT	Unleaded Gasoline/E 10	126,000	1.320	APA, AKY, CWV, RVA, MOH, PPA, RVA
	No. 2 Diesel	170,000	1.361	
	No. 2 Diesel w/ Winter add.	58,000	1.686	
	BioDiesel B5	29,000	2.161	
	BioDiesel B5 w/Winter add.	29,000	2.486	
NINE	No. 1 Heating/Kerosene**	12,000	2.510	
	No. 2 Heating**	440,000	1.995	
	Unleaded Gasoline/E 10	173,000	0.650	APA, AKY, CWV, RVA, MOH, PPA, RVA
	No. 2 Diesel	210,000	1.405	
	No. 2 Diesel w/ Winter add.	75,000	1.730	
TEN	BioDiesel B5	37,000	2.205	
	BioDiesel B5 w/Winter add.	37,000	2.530	
	No. 2 Heating**	20,000	1.695	
	Unleaded Gasoline/E 10	214,000	0.652	APA, AKY, CWV, RVA, MOH, PPA, RVA
	No. 2 Diesel	145,000	1.405	
No. 2 Diesel w/ Winter add.	68,000	1.730		
BioDiesel B5	34,000	2.205		
BioDiesel B5 w/Winter add.	34,000	2.530		

Minimum gallonage for T/T delivery: Gas = 8500 Diesel = 1500 Gas/Diesel = 8000

Able to split deliveries between multiple locations? YES NO

Minimum Qty: T/T delivery for 2 locations within 20 mile proximity: same as above min. 2000 gals.

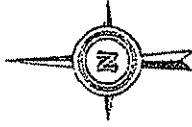
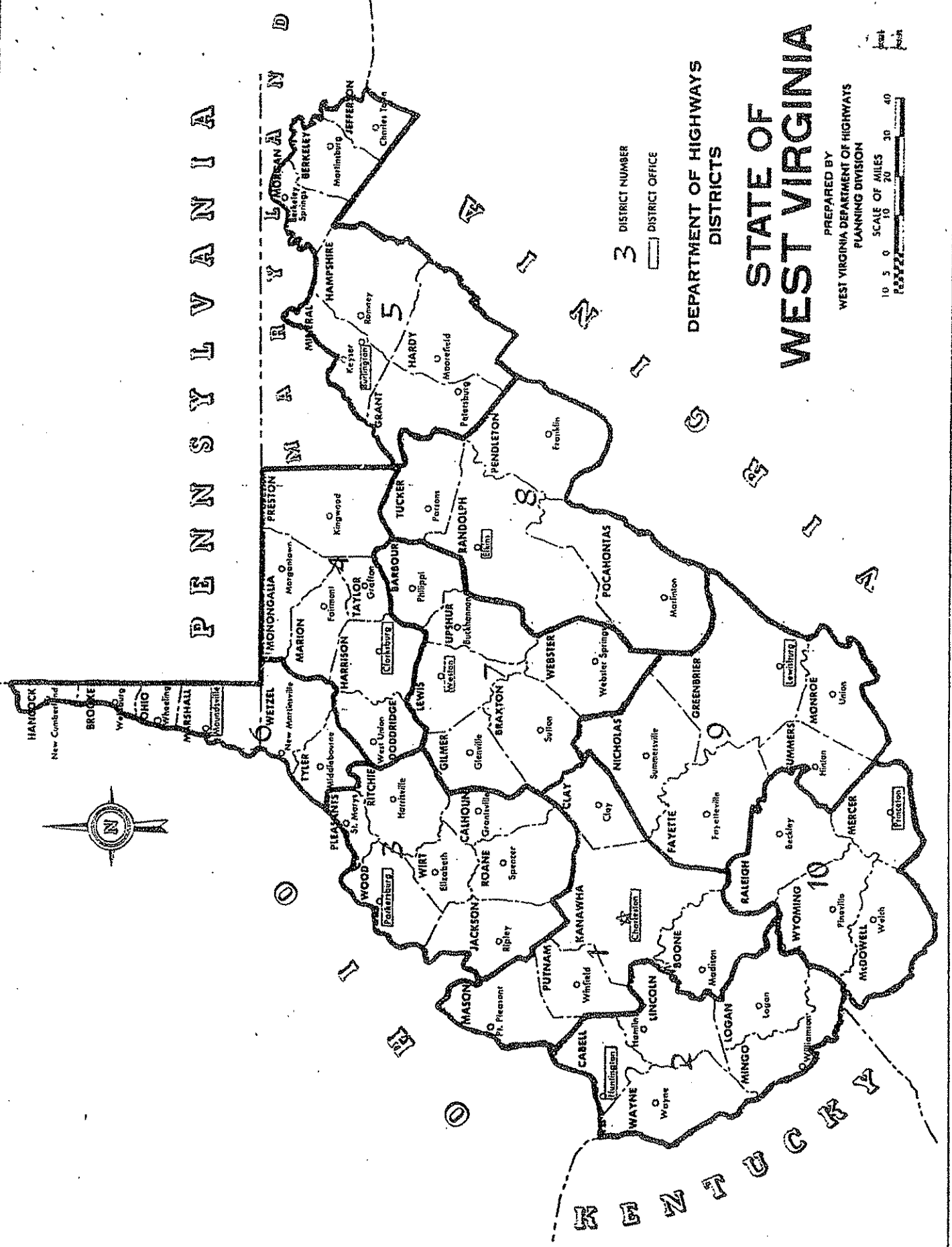
Fee Amount For: T/T delivery for 4 locations within 30 mile proximity (upcharge): \$100.00 per location after 1st delivery

Emergency Delivery Fee (upcharge): \$500.00

Terminal Abbreviations:
 Altoona, PA - APA Fairfax, VA - FVA
 Ashland, KY - AKY Marietta, OH - MOH
 Charleston, WV - CWV Pittsburgh, PA - PPA
 Roanoke, VA - RVA

P E N N S Y L V A N I A

M A R Y L A N D

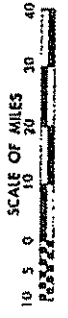


3 DISTRICT NUMBER
□ DISTRICT OFFICE

DEPARTMENT OF HIGHWAYS
DISTRICTS

STATE OF WEST VIRGINIA

PREPARED BY
WEST VIRGINIA DEPARTMENT OF HIGHWAYS
PLANNING DIVISION



2009

WEST VIRGINIA
STATE TAX DEPARTMENT

2011

**BUSINESS REGISTRATION
CERTIFICATE**

ISSUED TO:
JAMES RIVER PETROLEUM INC
1901 ROSENEATH RD
RICHMOND, VA 23230-4311

BUSINESS REGISTRATION ACCOUNT NUMBER: 1032-8112

This certificate is issued for the registration period beginning: July 1, 2009

This certificate is valid until: June 30, 2011

*This business registration certificate is issued by
the West Virginia State Tax Commissioner
in accordance with Chapter 11, Article 12 of the West Virginia Code.*

*The person or organization identified on this certificate is registered
to conduct business in the State of West Virginia at the location above.*

This certificate is not transferrable and must be displayed at the location for which issued.
ENGAGING IN BUSINESS WITHOUT CONSPICUOUSLY POSTING A WEST VIRGINIA BUSINESS
REGISTRATION CERTIFICATE IN THE PLACE OF BUSINESS IS A CRIME AND MAY SUBJECT YOU
TO FINES PER W. VA. CODE § 11-9.

TRAVELING/STREET VENDORS: Must carry a copy of this certificate in every vehicle operated by them.
CONTRACTORS, DRILLING OPERATORS, TIMBER/LOGGING OPERATIONS: Must have a copy of
this certificate displayed at every job site within West Virginia.

WEST VIRGINIA STATE TAX DEPARTMENT

MOTOR FUEL EXCISE TAX LICENSE

Effective: August 21, 2009

In accordance with West Virginia State Code §11-14C

JAMES RIVER PETROLEUM INC

Is hereby licensed as:

License Type(s)	License Number(s)
<i>Importer</i>	<i>1600-5191</i>
<i>Distributor</i>	<i>1600-5188</i>

This license is non-transferable and shall remain in effect until surrendered,
canceled or revoked.



Vicki R. Kidd, Unit Supervisor
Fuel Tax Administration Unit
Internal Auditing Division

WEST VIRGINIA STATE TAX DEPARTMENT

MOTOR FUEL EXCISE TAX LICENSE

In accordance with West Virginia State Code §11-14C

JAMES RIVER PETROLEUM, INC.

is hereby licensed as:

Importer, Distributor

License Number:

WV00400700438

effective January 17, 2006

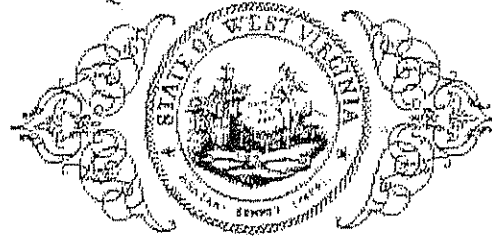
and will remain in effect until it is revoked or surrendered.

This license is **NON-TRANSFERABLE**.



Vicki R. Kidd, Unit Supervisor
Internal Auditing Division
Fuel Tax Administration Unit

State of West Virginia



Certificate

*I, Betty Ireland, Secretary of State of the
State of West Virginia, hereby certify that*

JAMES RIVER PETROLEUM, INC.

Control Number: 81350

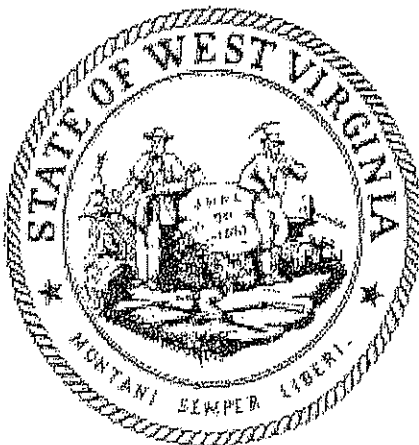
a corporation formed under the laws of Virginia

has filed its "Application for Certificate of Authority" to transact business in West Virginia as required by the provisions of the West Virginia Code. I hereby declare the organization to be registered as a foreign corporation from its effective date of December 13, 2005

Therefore, I issue this

CERTIFICATE OF AUTHORITY

to the corporation authorizing it to transact business in West Virginia



*Given under my hand and the
Great Seal of the State of
West Virginia on this day of
December 13, 2005*

Betty Ireland

Secretary of State

State of West Virginia VENDOR PREFERENCE CERTIFICATE

Fuel TTD 11

Certification and application* is hereby made for Preference in accordance with **West Virginia Code**, §5A-3-37. (Does not apply to construction contracts). **West Virginia Code**, §5A-3-37, provides an opportunity for qualifying vendors to request (at the time of bid) preference for their residency status. Such preference is an evaluation method only and will be applied only to the cost bid in accordance with the **West Virginia Code**. This certificate for application is to be used to request such preference. The Purchasing Division will make the determination of the Resident Vendor Preference, if applicable.

1. Application is made for 2.5% resident vendor preference for the reason checked:

- Bidder is an individual resident vendor and has resided continuously in West Virginia for four (4) years immediately preceding the date of this certification; **or,**
- Bidder is a partnership, association or corporation resident vendor and has maintained its headquarters or principal place of business continuously in West Virginia for four (4) years immediately preceding the date of this certification; **or** 80% of the ownership interest of Bidder is held by another individual, partnership, association or corporation resident vendor who has maintained its headquarters or principal place of business continuously in West Virginia for four (4) years immediately preceding the date of this certification; **or,**
- Bidder is a nonresident vendor which has an affiliate or subsidiary which employs a minimum of one hundred state residents and which has maintained its headquarters or principal place of business within West Virginia continuously for the four (4) years immediately preceding the date of this certification; **or,**

2. Application is made for 2.5% resident vendor preference for the reason checked:

- Bidder is a resident vendor who certifies that, during the life of the contract, on average at least 75% of the employees working on the project being bid are residents of West Virginia who have resided in the state continuously for the two years immediately preceding submission of this bid; **or,**

3. Application is made for 2.5% resident vendor preference for the reason checked:

- Bidder is a nonresident vendor employing a minimum of one hundred state residents or is a nonresident vendor with an affiliate or subsidiary which maintains its headquarters or principal place of business within West Virginia employing a minimum of one hundred state residents who certifies that, during the life of the contract, on average at least 75% of the employees or Bidder's affiliate's or subsidiary's employees are residents of West Virginia who have resided in the state continuously for the two years immediately preceding submission of this bid; **or,**

4. Application is made for 5% resident vendor preference for the reason checked:

- Bidder meets either the requirement of both subdivisions (1) and (2) or subdivision (1) and (3) as stated above; **or,**

5. Application is made for 3.5% resident vendor preference who is a veteran for the reason checked:

- Bidder is an individual resident vendor who is a veteran of the United States armed forces, the reserves or the National Guard and has resided in West Virginia continuously for the four years immediately preceding the date on which the bid is submitted; **or,**

6. Application is made for 3.5% resident vendor preference who is a veteran for the reason checked:

- Bidder is a resident vendor who is a veteran of the United States armed forces, the reserves or the National Guard, if, for purposes of producing or distributing the commodities or completing the project which is the subject of the vendor's bid and continuously over the entire term of the project, on average at least seventy-five percent of the vendor's employees are residents of West Virginia who have resided in the state continuously for the two immediately preceding years.

Bidder understands if the Secretary of Revenue determines that a Bidder receiving preference has failed to continue to meet the requirements for such preference, the Secretary may order the Director of Purchasing to: (a) reject the bid; or (b) assess a penalty against such Bidder in an amount not to exceed 5% of the bid amount and that such penalty will be paid to the contracting agency or deducted from any unpaid balance on the contract or purchase order.

By submission of this certificate, Bidder agrees to disclose any reasonably requested information to the Purchasing Division and authorizes the Department of Revenue to disclose to the Director of Purchasing appropriate information verifying that Bidder has paid the required business taxes, provided that such information does not contain the amounts of taxes paid nor any other information deemed by the Tax Commissioner to be confidential.

Under penalty of law for false swearing (West Virginia Code, §61-5-3), Bidder hereby certifies that this certificate is true and accurate in all respects; and that if a contract is issued to Bidder and if anything contained within this certificate changes during the term of the contract, Bidder will notify the Purchasing Division in writing immediately.

Bidder: James River Solutions Signed: [Signature]

Date: 5-14-2010 Title: Inside Sales Coordinator

*Check any combination of preference consideration(s) indicated above, which you are entitled to receive.

STATE OF WEST VIRGINIA
Purchasing Division

PURCHASING AFFIDAVIT

West Virginia Code §5A-3-10a states: No contract or renewal of any contract may be awarded by the state or any of its political subdivisions to any vendor or prospective vendor when the vendor or prospective vendor or a related party to the vendor or prospective vendor is a debtor and the debt owed is an amount greater than one thousand dollars in the aggregate.

DEFINITIONS:

"Debt" means any assessment, premium, penalty, fine, tax or other amount of money owed to the state or any of its political subdivisions because of a judgment, fine, permit violation, license assessment, defaulted workers' compensation premium, penalty or other assessment presently delinquent or due and required to be paid to the state or any of its political subdivisions, including any interest or additional penalties accrued thereon.

"Debtor" means any individual, corporation, partnership, association, limited liability company or any other form or business association owing a debt to the state or any of its political subdivisions. "Political subdivision" means any county commission; municipality; county board of education; any instrumentality established by a county or municipality; any separate corporation or instrumentality established by one or more counties or municipalities, as permitted by law; or any public body charged by law with the performance of a government function or whose jurisdiction is coextensive with one or more counties or municipalities. "Related party" means a party, whether an individual, corporation, partnership, association, limited liability company or any other form or business association or other entity whatsoever, related to any vendor by blood, marriage, ownership or contract through which the party has a relationship of ownership or other interest with the vendor so that the party will actually or by effect receive or control a portion of the benefit, profit or other consideration from performance of a vendor contract with the party receiving an amount that meets or exceed five percent of the total contract amount.

EXCEPTION: The prohibition of this section does not apply where a vendor has contested any tax administered pursuant to chapter eleven of this code, workers' compensation premium, permit fee or environmental fee or assessment and the matter has not become final or where the vendor has entered into a payment plan or agreement and the vendor is not in default of any of the provisions of such plan or agreement.

Under penalty of law for false swearing (*West Virginia Code §61-5-3*), it is hereby certified that the vendor affirms and acknowledges the information in this affidavit and is in compliance with the requirements as stated.

WITNESS THE FOLLOWING SIGNATURE

Vendor's Name: James River Solutions

Authorized Signature: [Signature] Date: 5/13/2010

State of VA

County of Harwood, to-wit:

Taken, subscribed, and sworn to before me this 13th day of May, 2010

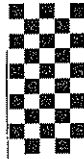
My Commission expires June 30, 2013

AFFIX SEAL HERE

NOTARY PUBLIC

[Signature]





10487 Lakeridge Parkway
Suite 100
Ashland, Va 23005
Ph 804-358-9000 Fax 804-550-2880

FAX

To: Jo Ann Adkins	From: Kitty Stallings, kstallings@jrpetro.com
Fax: 304-558-3970	Phone: 804-955-1151
Phone:	Date: May 18, 2010
Re: Addendum #1 signed	cc:
<input type="checkbox"/> Urgent <input checked="" type="checkbox"/> For Review <input type="checkbox"/> Please Comment <input type="checkbox"/> Please Reply <input type="checkbox"/> Please Recycle	

Jo Ann,

Please accept our signed copy of Addendum #1 for FUELTT011.

Thank You
Kitty Stallings
James River Petroleum
804-955-1151
Fax 804-550-2880
kstallings@jrpetro.com

RECEIVED
2010 MAY 18 A 8:59
REGISTRATION DIVISION
STATE OF WV

MAY. 17. 2010 4:49PM WV DIV OF PURCH

NO. 8814

P. 1/3



State of West Virginia
Department of Administration
Purchasing Division
2019 Washington Street East
Post Office Box 50130
Charleston, WV 25305-0130

request for Quotation

PROJECT NUMBER: FUELTT011

1

ADDRESS CORRESPONDENCE TO ATTENTION OF:
JO ANN ADKINS
804-558-8802

STATE OF WEST VIRGINIA

*810140548 804-358-9000
JAMES RIVER SOLUTIONS
10487 LAKERIDGE PKWY
ASHLAND VA 23005

STATE OF WEST VIRGINIA

ALL STATE AGENCIES
AND POLITICAL SUBDIVISIONS
VARIOUS LOCALES AS INDICATED
BY ORDER

DATE PRINTED	TERMS OF SALE	SHIP VIA	FOB	FREIGHT TERMS
05/17/2010				

BID OPENING DATE: 05/21/2010	BID OPENING TIME: 01:30PM
------------------------------	---------------------------

CNS	QUANTITY	UOM	UNIT PRICE	AMOUNT
<p>***** ADDENDUM NO. 1 *****</p> <p>1. QUESTIONS AND ANSWERS ATTACHED.</p> <p>2. BID OPENING DATE HAS BEEN MOVED TO 05/21/2010 AT 1:30 PM.</p> <p>***** END OF ADDENDUM NO. 1 *****</p>				

SEE REVERSE SIDE FOR TERMS AND CONDITIONS

SIGNATURE: *[Signature]* TELEPHONE: 804-955-1151 DATE: 5-18-2010

TITLE: Sales Mgr. FBIN: 32-0135618 ADDRESS CHANGED TO BE NOTED ABOVE

WHEN RESPONDING TO RFQ, INSERT NAME AND ADDRESS IN SPACE ABOVE LABELED 'VENDOR'

MAY. 17. 2010 4:49PM

WV DIV OF PURCH

NO. 8814 P. 2/3

1Q	Who is your current vendor for fuel?
1A	FUELTT11 and FUEL TW11 are multiple awards and can be viewed at: www.state.wv.us/admin/purchase/swc click on FUEL
2Q	Must we bid all locations & items to be considered responsive?
2A	No, only bid the regions/districts that you can supply.
3Q	What is the anticipated contract start date?
3A	June 1, 2010
4Q	What is the anticipated award date?
4A	June 1, 2010
5Q	On pg. 6 of TW011 & pg. 7 of TT011, it states: "the vendor must have capability to deliver to above ground storage tanks utilizing a remote fill system on the tank." Does this mean all of the tanks are above ground? If not, which tanks are underground?
5A	We have a mixture of both above and below ground tanks.
6Q	Are the Spill and LUST fees (these are not taxes) to be included in the differential or be shown as a separate line item?
6A	The State of West Virginia does not pay the Spill Fee. However, the Lust Fee and taxes mentioned within the specifications should be listed as separate line items on invoices.
7Q	The West Virginia Division of Highway's District area locations are listed in the bid for ordering information. Should we use these cities listed for each district WVDOT as the main location of delivery of fuel?
7A	No, the utilization of DOH districts breaks the State up into manageable regions, allowing the bidding vendor to determine the regions/districts they can service. Other State Agencies utilize this contract with other locations within those regions. Therefore, the Bidding vendor must be able to delivery anywhere within the region they are bidding.