



As a distributor Apex-Petroleum, Corporation (APC), sells and delivers motor fuel, heating oils, various automotive grade lubricants and petroleum equipment to commercial customers and Apex gas station outlets throughout the metropolitan Washington, D.C. area. Our typical customers are business users and resellers.

In addition, APC also licenses and franchises gas stations to operate under the Apex logo in specific market locations. APC has several sites and plans to open more locations in the near future. Our next outlet expansion will include markets in and around Pennsylvania, New Jersey, Delaware, North and South Carolina. Eventually Apex plans to market its concept on a national scale by establishing outlets throughout the Continental United States.

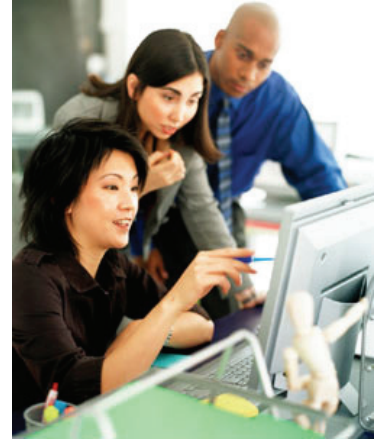
Apex operations are technologically efficient and fully automated. Apex computer programs were designed to be "Apex unique" and serve to assist our dealer- outlets with streamlined operational procedures. The infrastructure of the Apex company has been designed to sell, deliver and invoice each transaction directly and without complication. Our total autonomy between departments concept was established to enhance production and reduce exposure to miscommunication and procedural breakdown.

We were recently cited for an award by the prestigious Washington Business Journal as one of the fastest growing companies in this region of the U.S. Please read the article and the end of this brochure for more information.

Apex has evolved internally into a procedural driven corporation but continues to operate externally with the personal touch our dealers and customers have come to enjoy and expect.

About Apex Petroleum

Apex Petroleum, Corporation is a retailer of gasoline through a licensing arrangement with dealers. Headquartered in the nation's capital, Apex-Petroleum was formed to serve the motorist public, communities and those under represented in the energy sector.



- All Grades of Motor Fuels
- Diesel Fuels
- Kerosene
- Heating Oil

Organization

Formed on a foundation of excellence, the principals of Apex-Petroleum, Corporation have extensive experience in all facets of petroleum retail and distribution, business management and development. We ensure that the highest professional standards are met by our personal interaction and commitment to our customers.

Service

Apex Petroleum, Corporation provides gasoline and other complimentary products to the communities at large. Our mission is to provide one-stop shopping for our customers, where they can shop for all essential needs such as; banking, cleaners, money transfers, bill and utility payment, and of course, gasoline, etc.

Our affiliation with major oil companies has enhanced the capacity of Apex-Petroleum, Corporation to provide quality products and services to our clients.

*Quality * Dependability * Reliability*
Apex-Petroleum, Corporation.

Corporate Profile

Corporate Name: Apex-Petroleum, Corporation.
Date Of Incorporation: July 1994
State Of Incorporation: Washington, DC.
Federal Tax ID Number: 54-1752825.
Head Office: Largo, Maryland

Corporate Objective:

Wholesaler and distributor of Motor Fuel, Diesel and all grades of automotive lubricants. And Licensing and franchising of "APEX" gas stations.



Scope of Operation:

As a distributor Apex-Petroleum, Corporation (APC), sells and delivers motor fuel, heating oils, various automotive grade lubricants and petroleum equipment to commercial customers and Apex gas station outlets throughout the metropolitan Washington, D.C. area. Our typical customers are business users and resellers.

In addition, APC also licenses and franchises gas stations to operate under the Apex logo in specific market locations. APC has currently licensed seven sites to operate as Apex outlets and anticipates licensing an additional four locations by the end of 2003. Our corporate goal is to have licensed over 20 new Apex outlets within the next 24 months. Our next outlet expansion will include markets in and around Pennsylvania, New Jersey, Delaware, North and South Carolina. Eventually Apex plans to market its concept on a national scale by establishing outlets throughout the Continental United States.

Apex operations are technologically efficient and fully automated. Apex computer programs were designed to be "Apex unique" and serve to assist our dealer- outlets with streamlined operational procedures. The infrastructure of the Apex Company has been designed to sell, deliver and invoice each transaction directly and without complication. Our total autonomy between departments concept was established to enhance production and reduce exposure to miscommunication and procedural breakdown.

Apex has evolved internally into a procedural driven corporation but continues to operate externally with the personal touch our dealers and customers have come to enjoy and expect.

APEX CORPORATE TEAM

Mr. Anthony Onianwah, President/CEO
aonianwah@apexpetroleum.com

Mrs. Oretta Onianwah, Accountant/VP
orettaonianwah@apexpetroleum.com

Mr. Ralph Ifeagwu, Sales Manager
ralphi@apexpetroleum.com

Kiyon Harley, Assistant Sales Manager
Kiyon.Harley@apexpetroleum.com

LEGAL TEAM



Law Offices of Robert C. Wood
Robert C. Wood, Esq.
1907 Leonard Avenue, Suite 100
Columbus, OH 43219
Tel: 614-252-3146
Fax: 614-258-3505

Mayer Brown, LLP
Mr. Fidelis I. Agbapuruonwu
1909 K Street, NW
Washington, DC 20006
Tel: 202-263-3868
Fax: 202-762-4292

ACCOUNTING TEAM

**Breslin & Young Financial
Consultants, LLC**
Ms. Amy Breslin
500 Morgan Station Road
Woodbine, MD 21797
Tel: 410-489-9434

Rogers Guilliams, CPA
Mr. Roger Guilliams
P.O. Box 9073
Alexandria, Va. 22304
Tel: 703 791-3100
Fax: 703 791-0132

Apex Petroleum Corporation
Mrs. Oretta Onianwah, Accountant/VP
orettaonianwah@apexpetroleum.com

Sam Rosenbaum, Accountant
Sam.Rosenbaum@apexpetroleum.com

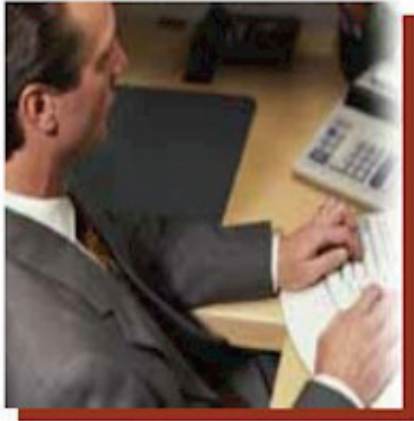
INSURANCE REPRESENTATION

MassMutual Financial Group

Mr. Robert L. Sonken
7315 Wisconsin Avenue, Suite #500 West
Bethesda, Md. 20814-3206
Tel: (301) 941-9174
Fax: (301) 656-1955



MARKETING TEAM



Franchise Benefit Services LLC
Ralph Rillon, Managing Member
737 Pine Valley Drive
Arnold Maryland 21012
Tel: (410) 626-7737
Fax: (410) 626-7995

BANKING REFERENCES

PNC Bank
1344 NW Crain Hwy.
Bowie, MD 20715
Tel: 301-249-6800

Wachovia
9800 Apollo Drive
Largo, MD 20774
Tel: 800-922-4684

TRADE REFERENCES

BP Amoco - Unbranded

Atlantic Business Unit. Suite #915
Patrick Warner
1 West Pennsylvania Avenue.
Towson, MD 21220
Tel: (410) 794-3732

World Fuel Services, Inc.

Mr. Victor A. Pena
9800 NW 41st, Suite 400
Miami, FL 33178
Tel: 305-351-4687
Fax: 305-392-5601

Petroleum Marketing Group

Mr. David Noland
10555 Main Street, Suite 600
Fairfax, VA 22030
Tel: 703-890-9500, Ext. 117
Fax: 703-890-9503

LEASING REFERENCES

United Leasing Corporation

Bob Benyay
P.O. Box 1022
Mechanicsville, Va. 23111-1022
9205 Chamberlayne Road
Mechanicsville, VA 23116
Tel: (800) 673-9012

Butler Capital

Anita Brown
Hunter Valley Business Center
P.O. Box 677
Hunt Valley, MD 21030-0677

*Together our relationships fuel
our commitment to excellence & quality.*

*Quality * Dependability * Reliability
Apex Petroleum Corporation*

Wholesale Division

Apex Petroleum provides wholesale petroleum products to various entities such as: Federal, State & Local Government Agencies, large private and public corporations and many other petroleum re-sellers.

In order to provide our customers with the most competitive pricing structures Apex Petroleum utilizes out-sourcing of many of its distribution functions traditionally found with oil companies such as trucking, warehousing etc.



<--- Outsourcing warehouse and trucking capabilities reduces our overhead costs of doing business. This savings is passed on directly to our customers. --->



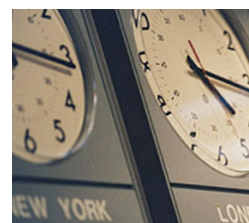
Our unique approach to product purchases has given Apex Petroleum a tremendous edge in the marketplace and allows us to directly pass those savings to our customers. Utilizing its network of petroleum resources Apex Petroleum acquires products at better than market prices through its trading and selling practices. Our customers enjoy significantly reduced pricing on petroleum related products as a result of our negotiating efforts.



Savings Are Passed Directly to Our Customers!

Knowing What To Buy...

Knowing When To Buy It...



...Means Savings For You

Apex Petroleum is committed to providing our customers with the highest quality of service, pricing structures, products and support.

Retail Division

Apex Petroleum offers a unique advantage by offering choices to our licensed dealers.

Dealers have the flexibility to choose between becoming a commissioned or non-commissioned agent. This option allows our dealers to better position themselves in their respective marketplace in order to maximize profit margins.

Our Dealers are completely involved in the site selection process from conceptual layout & design to the actual build-out of their dealership. Also, our Dealers have the option of presenting Apex with a viable location and we will develop and build the site to our mutual satisfaction. This flexibility allows our Dealer/Partner the ability to locate virgin land, renovate existing sites, de-brand and re-brand sites for state of the art leasehold improvements.



Our purchasing power allows Apex to tailor each market's pricing structure to position our Dealers with a competitive edge and real time market advantage.

Purchasing Power * Site Build-Out * Competitive Pricing
Giving You The *EDGE* To Succeed

Maryland Locations

Apex Auto Care Center 4201 Kenilworth Avenue Bladensburg, MD 20710 Dealer: Mr. Orlando Carrerra	301-864-6519	Prince Georges County
Arbutus Apex 5301 East Drive Arbutus, MD 21227	410-247-1715	Baltimore County
Clinton Apex 9707 Brandywine Road Clinton, MD 20735 Dealer: Mr. Sunil Sethi	301-977-9798	Prince Georges County
Kenilworth Apex 4201 Kenilworth Avenue Bladensburg, MD 20710 Dealer: Mr. Andy Liu	301-864-3075	Prince Georges County
Suitland Apex 6601 Suitland Road Suitland, MD		

D.C. Locations

Sherman Apex 2830 Sherman Avenue, NW Washington, DC 20001 Dealer: Mr. Bernard Kelemu	202-462-6972
--	---------------------

Virginia Locations

Apex Bus Stop 8025 Mims Street Lorton, VA 22079-1001	Falls Church Apex 7179 Lee Highway Falls Church, VA 22046 Dealers: Andy Liu & Carolyn Pham	703-533-5608
Manassas Apex 99 Manassas Drive Manassas, VA 20111	Manassas Apex II Manassas Drive Manassas, VA	
Sunnycreek Apex 16600 Sunnycreek Road Petersburg, VA		

APEX Southern Region

11811 North Freeway, Suite 500
Houston, TX 77060
Phone: 281-591-4786 Fax: 281-591-4701 Eric Carr
Email: southernregion@apexpetroleum.com

Apex Fuel Management Technologies

Fuel Management Services

More Control, Less Effort,
Better Results



Corporate Headquarters:

1450 Mercantile Lane, Suite 205, Largo Maryland 20774
Phone: 301-773-9009 - Fax: 301-773-9030 – Website:
www.apexpetroleum.com

Apex Petroleum Corporation



Here's the way the **Apex program works . . .**

Apex will provide you with this state-of-the-art Fuel Management System at no charge to you for your commitment to purchase your gasoline and petroleum products from us.

Apex is able to purchase gasoline and petroleum products at very reasonable prices and will pass that savings on to you.

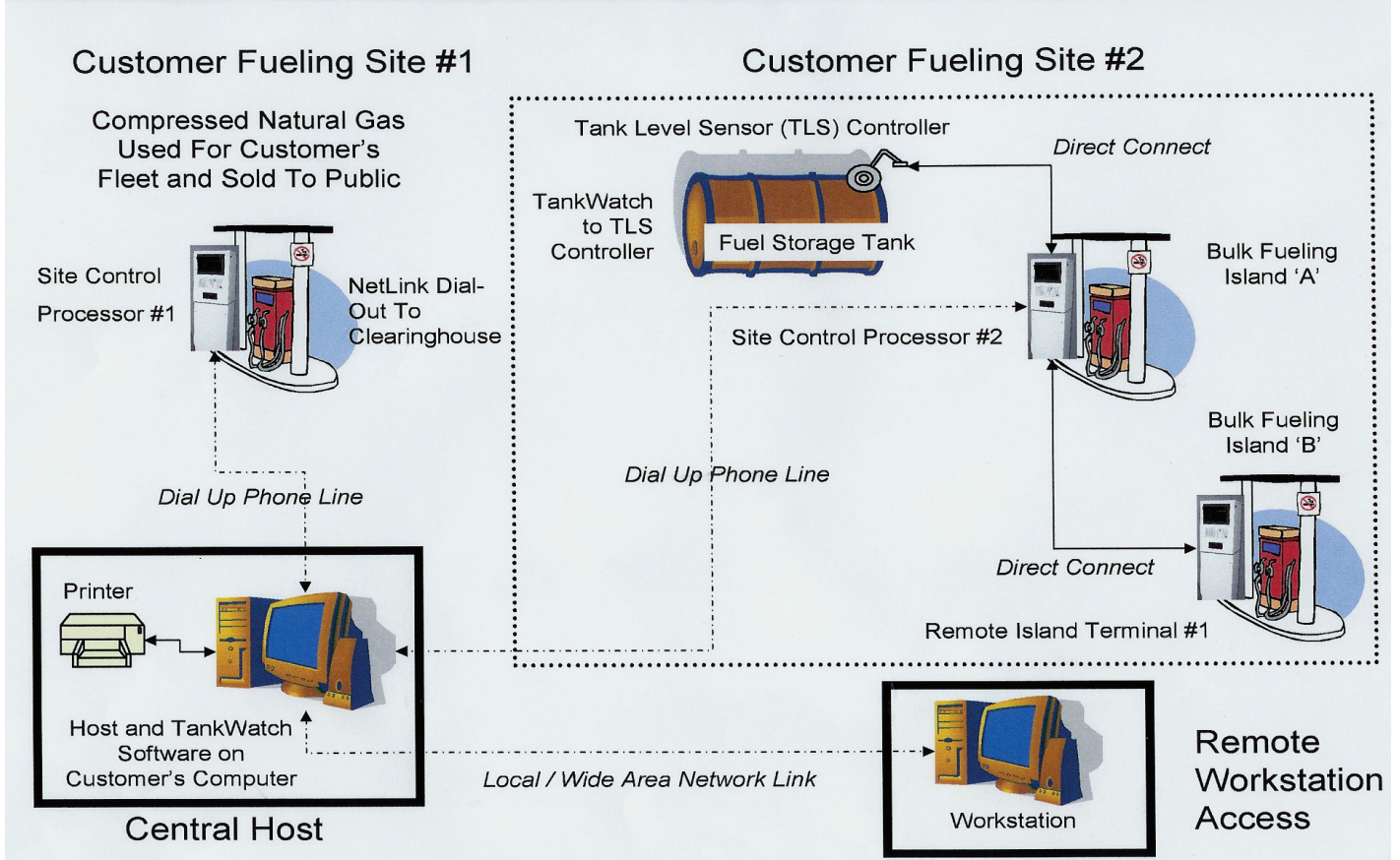
You Get:

- **The state-of-the-art Fuel Management System at no charge**
- **Gasoline and petroleum products at a significant savings**

HOW IT WORKS

Apex Fuel Management System – Site Diagram Example

FuelForce® Fuel Management System - Site Diagram Example



Apex Petroleum Corporation

Apex Fuel Management Services



*Let **Apex** help you manage your fleet. You'll never have to wonder when maintenance is due, who gets which fuel type, where your fuel goes, or how to keep track of your vehicles with the Apex Fuel maintenance System.*

This turnkey fuel system is easy to use and set-up. The system is durable, weather-resistant stainless-steel construction ensures years of uninterrupted services. And because it's modular, maintenance can be accomplished quickly, reducing down time and operating costs.

**AFFORDABLE – EASY TO USE
EASY TO INSTALL – WEATHER RESISTANT**

Apex Petroleum



One Convenient Solution For All Sites

We can support your fuel management efforts in virtually anyway that you need – from providing reliable, timely data collection and real time alarm Notification, to managing the leak detection program or supporting your on-site regulatory administration registration and permitting processes.

As part of the program, you get reliable and accurate data collection, decision support automation, 24/7 access to your information and intelligent IT systems designed to meet your specific needs.

Format your own reports using an online report and query tool or have us send you raw data for your existing system. In case you don't always have internet access, you can also schedule reports to automatically run and be sent via email to whomever needs the data.

Works With Any Fuel System

It doesn't matter how your fuel data is collected – by stick or by automatic tank gauge. Nor does it matter how it's reported – by phone, fax, mail, modem, frame relay or satellite – or how often. All your data is consolidated for you into easy to use reports. It's that simple.

Complete maintenance services **increase** station uptime



Support *and* Help Desk

To Keep You Up and *Running*

Maintenance, Extended Warranty & Help Desk

Complete maintenance services increase station uptime, maximize site revenue and keep costs low.

- Extended maintenance service contracts
- Help desk, call center and dispatch services around the clock
- Comprehensive reports on equipment
- Turnkey management of your software or hardware upgrade or rollout programs

Apex Petroleum Corporation

Press Release

Apex Petroleum Named Among "50 Fastest" in Prestigious Washington Business Journal Award Ceremony.

WASHINGTON, DC - October 27, 2004 -Apex Petroleum, a leading provider of fuel and custom' fuel management solutions, has been named among (twenty-first) the fastest growing companies In the Washington region in the Washington Business Journal's prestigious Fast 50 program. Rankings for the awards are based on revenue growth over a five-year period.

"We're very pleased to be recognized by the Washington Business Journal. We're proud of the fact that we've achieved this growth without venture capital funding, and with consistent profitability, "said **Anthony Onianwah, Apex Petroleum's President and CEO**. "More importantly, we've achieved this growth while staying true to our goals of delivering true value to our customers and employee satisfaction."

"In today's fast-paced world of technology, Government contractors and real estate transactions, where multi-million dollar companies seem to appear overnight, it's an honor to be named one of the fastest growing non-technology companies," said **Representative Justin Ross, State Delegate from Prince Georges County**. "We commend Apex Petroleum for making the commitment to this region and delivering on the promise of providing its customers with smart and efficient fuel delivery and management solutions."

In a further congratulatory message **Mr. Marcus Smith Sr., Vice President of Small Business for Bank of America** said" this award is a confirmation of the vision and dynamism we have observed in Mr. Anthony Onianwah and Apex over the last 7 years. It culminated in his being on our annual list of **All Stars of Small Business for 2002**, and we are proud to be an ongoing part of the company's success. In a way, you could say that we saw it coming: Congratulations!

Mr. Anthony Onianwah President/CEO of Apex is an Alumni of the famous Howard University in Washington DC from where he graduated with a degree in economics. Mr. Onianwah is married and has children.

The list was published in the Washington Business Journal's October issue. For more information on the Washington Business Journal's 50 Fastest Growing Company program, visit www.wbj.com.

About Apex Petroleum

Apex Petroleum, Corporation (APC), sells and delivers motor fuel, heating oils, various automotive grade lubricants and petroleum equipment to commercial customers and Apex gas station outlets throughout the metropolitan Washington, D.C. area. Apex operations are technologically efficient and fully automated and designed to be "Apex unique". APC also licenses and franchises gas stations to operate under the Apex logo in specific market locations. Apex Petroleum is a privately held company with its headquarters located in Large, Maryland. For more information about Apex Petroleum, contact them at (301) 773-9009 or visit www.ApexPetroleum.com