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CAPITAL MARKETS GROUP

Maximizing The Value Of Private Business

Energy and Multi-Site Retail Team Select Transactions

<p>High's of Baltimore, Inc. and Related Affiliates</p>  <p>have been acquired by</p> <p>Carroll Independent Fuel Co.</p> 	<p>MATRIX CAPITAL MARKETS GROUP</p> <p>Corporate Finance Advisory Pester Marketing Company d/b/a</p>  <p>Refinancing, Structuring and Expanding Senior Credit Facilities and Treasury Management Services</p> 	<p>The Heating Oil and HVAC Assets of Carroll Independent Fuel Company and Subsidiaries d/b/a</p>   <p>have been acquired by</p> <p>Star Gas Partners, L.P. (NYSE:SGA)</p> 	<p>Energy USA Propane</p> <p>Taunton, MA</p> <p>A leading retail and wholesale distributor of propane, diesel and industrial gases throughout the Northeast and Mid-Atlantic is a portfolio company of</p>  <p>has been acquired by</p>  <p>NGL Energy Partners LP (NYSE:NGI) Tulsa, OK</p>	<p>The Assets of</p>  <p>the Auto transportation division of</p>  <p>have been acquired by</p> 	<p>MATRIX CAPITAL MARKETS GROUP</p> <p>Advised By-Lo Oil Company d/b/a</p>  <p>on restructuring its debt with its largest secured creditor, Talmer Bank and Trust (formerly known as First Michigan Bank)</p>	<p>Select Retail Assets Owned By Cumberland Farms, Inc.</p>  <p>a petroleum marketer and convenience store operator in the Northeast and Florida</p> <p>have been acquired by</p>  <p>Various Other Buyers</p>	<p>Wholesale Distribution Assets of Triton Marketing, Inc.</p>  <p>A wholesale distributor of branded and unbranded motor fuels</p> <p>have been acquired by</p> 	<p>Select Retail Assets of Lehigh Gas Corporation</p>  <p>A petroleum marketer and convenience store operator in the Northeast</p> <p>have been acquired by</p>  <p>Various Other Buyers</p>
<p>The Retail Assets of Quarles Petroleum, Inc.</p>  <p>An owner and operator of a chain of convenience stores and petroleum marketing outlets located in Virginia</p> <p>have been acquired by</p>  <p>Various Other Buyers</p>	<p>United Fuel & Energy Corporation (Fisk Sheetz UREN)</p>  <p>has merged with</p> <p>Southern Counties Oil Co.</p>  <p>Matrix provided financial advisory services and a business opinion to the Special Committee of the Board of Directors for UREN.</p>	<p>Advised Connecticut's Department of Transportation</p>  <p>on its 15 year agreement with Project Service, LLC to redevelop and manage the State's 23 highway travel plaza facilities</p> <p>Project Service, LLC a 50/50 joint venture between The Carlyle Group and Dorset Associates (joint company of S&P/HW)</p>	<p>The Retail and Wholesale Assets of</p>  <p>have been acquired pursuant to its Chapter 11 Plan of Liquidation by</p>  <p>Various Other Buyers</p>	<p>JONES & FRANK</p> <p>Norfolk, VA</p> <p>A leading petroleum equipment distributor and service provider in the Mid-Atlantic and Southeast</p> <p>has been acquired by</p> <p>Management and BB&T CAPITAL PARTNERS Winston-Salem, NC</p> <p>Financing was provided by</p>  	<p>The Mobile - Pensacola Retail Assets of Herndon Oil Corporation d/b/a</p>  <p>have been acquired by</p> <p>The Pantry. (NASDAQ:PTRY)</p> 	<p>The Virginia Retail Assets of Delek U.S. Holdings (NYSE:DK) d/b/a</p>  <p>have been acquired by</p>  <p>Various Other Buyers</p>	<p>The Retail Assets of Neighborhood Convenience, Inc. d/b/a</p>  <p>An owner and operator of a chain of convenience stores and petroleum marketing outlets located in Virginia's Northern Neck</p> <p>have been acquired by</p>  <p>7-Eleven, Inc.</p>	<p>The Assets of C.R. Quisenberry, Inc.</p> <p>An owner of and fuels distributor to a chain of 25 convenience stores and petroleum marketing outlets located in Southwest Virginia and Eastern Tennessee</p> <p>C.R. Quisenberry, Inc.</p>  <p>have been acquired by</p> <p>Petroleum Marketing Group, Inc.</p>
<p>The Retail and Fuel Distribution Assets of Peterborough</p>  <p>An owner and operator of 29 retail convenience stores, as well as a fuels supplier to 10 commissioned agents and 29 open dealers located in MA, NH and ME</p> <p>have been acquired by</p>  <p>Alliance Energy LLC</p>	<p>Select Retail Assets of The Hartley Company</p>  <p>Have been acquired by Premium Petroleum and Individual buyers as dealer-owned and operated properties</p>	<p>The Retail Assets of Wooten Oil Company d/b/a</p>  <p>have been acquired by</p>  <p>and SAMPSON-BLADEN OIL COMPANY, INC.</p>	<p>The Retail Assets of Hultman Oil Company, Inc. d/b/a</p>  <p>An owner and operator of a chain of 27 convenience stores and petroleum marketing outlets located in North Carolina and Virginia</p> <p>have been acquired by</p>  <p>Various Other Strategic & Individual Buyers</p>	<p>The Retail Assets of Prospect Corp. LLC, Corner Mart, Inc. and Bagwell Oil Company, Inc. d/b/a</p>  <p>A Chevron branded motor fuels jobber and convenience and petroleum marketer operating on the Eastern Shore of Virginia</p>  <p>have been acquired by</p> <p>Petroleum Marketing Group, Inc.</p>	<p>The Assets of DB Companies, Inc. d/b/a</p>  <p>Providence, RI</p> <p>have been acquired by</p> <p>Ameralta Hess Corp., Getty Properties Corp., & Various Individual Acquirers</p>	<p>The Retail Assets of Southern Convenience Stores, Inc.</p> <p>An owner and operator of a chain of convenience stores and petroleum marketing outlets located in North Carolina and South Carolina</p> <p>have been acquired by</p> <p>Various Buyers</p>	<p>The Retail Assets of Angus I. Hines, Inc. d/b/a</p>  <p>have been acquired by</p> <p>The Pantry. & Various Other Acquirers</p>	<p>Select Retail Assets of Ports Petroleum Company, Inc. d/b/a</p>  <p>have been acquired by</p> <p>Various Strategic and Individual Buyers</p>
<p>CF CARROLL BRANDED FUELS</p> <p>A Distributor of Premium Petroleum Products</p>  <p>Has Acquired Select Retail & Wholesale Fuel Assets of BP Products North America, Inc.</p>	<p>The Equity of Williamson Oil Company, Inc. d/b/a</p>  <p>Fort Payne, AL</p> <p>A leading petroleum marketing and convenience store chain</p> <p>has been acquired by</p> <p>Delek US Holdings, Inc. Through its wholly-owned subsidiary MAPCO Family Centers, Inc.</p>	<p>The Retail Assets of RPF Oil Company and FAMCO Services, Inc. d/b/a</p>  <p>have been acquired by</p> <p>Various Individual Buyers as RPF Dealer Owned and Operated Properties</p>	<p>The Assets of Fas mart</p> <p>Mechanicville, VA</p> <p>A convenience store chain and petroleum marketer with 187 locations</p> <p>have been acquired by</p> <p>GPM Investments Tel Aviv, Israel</p> <p>A subsidiary created by the Maritz Building and Assets Company Marlow Heston Ltd. and Gmali Investments, two Israeli publicly traded companies</p>	<p>The Assets of Acme Petroleum and Fuel Company, Inc. and Acme Properties Limited Partnership d/b/a</p>  <p>Gastonia, NC</p> <p>A regional chain of petroleum marketing and convenience stores</p> <p>have been acquired pursuant to</p> <p>Chapter 11 Plans of Liquidation</p>	<p>Petroleum Marketing Group, Inc.</p> <p>Vicksburg, MS</p> <p>A leading marketer of petroleum products and convenience store merchandise</p> <p>has been acquired by</p> <p>The Pantry, Inc. and Motiva Enterprises, LLC Sanford, NC - Houston, TX</p> <p>The Pantry is an independently-operated convenience store chain and Motiva is the marketing and strategic alliance between Shell, Texaco and Saudi Aramco</p>			

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SERIOUS ADVICE FOR THE MOST CRITICAL DECISIONS

We've been providing serious advice and sound transaction execution services to our clients for over fifteen years. During that time, we have differentiated ourselves by our total dedication to serving the petroleum marketing and convenience store industries and our proven track record reflected by over 90 completed engagements with more than \$2.4 billion in transaction value. Because of our deep understanding of the industry, quality of our advice, extensive relationships, ability to execute highly complex customized transactions and negotiating experience, we have earned the respect of our clients, potential buyers, lenders and other industry financing sources. Our team of FINRA licensed investment banking professionals combines 150 years of industry expertise with strong finance backgrounds and credentials. Our goal is always to help our clients derive maximum value for their businesses. Please contact us to learn how we can help you with your critical business decisions.

- Company Sales
- Asset Divestitures
- Buy-Side Advisory
- Financial Restructuring
- Capital Raises of Debt and Equity
- Strategic Planning
- Corporate Valuation

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"As competition intensifies, the need for creative thinking increases. It is no longer enough to do the same thing better . . ."

- Edward de Bono



Creativity. That's the Matrix difference.

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You spend years or even generations building value in your company. But achieving value is never as simple as assigning a market multiple or running a one-size-fits-all sale process. Maximum value is the result achieved by applying the experience learned through nearly 90 completed assignments to creatively design, structure and implement a transaction that delivers maximum value for your company.

- Company Sales
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Do you know
Matrix also
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*We've been doing
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With over 150 years of combined operational and financial experience, the Matrix Energy & Multi-Site Retail Team provides the most highly regarded valuation and strategic planning services available to our industry today.

In fact, we have provided these services to many of our sell-side clients, prior to being engaged to sell their companies. Some of the business valuation and strategic planning services we offer include:

- Fairness opinions
- Purchase price allocations
- Estate and gift tax planning for IRS purposes
- Estate settlement for IRS purposes
- Buy-sell agreements and shareholder buyouts
- Measuring returns on invested capital
- Providing performance benchmarking
- Assessing optimal capital structures

These services are executed by our team of licensed securities professionals that hold prestigious financial, valuation, and accounting designations such as Chartered Financial Analyst (CFA), Accredited Senior Appraiser (ASA) and Certified Public Accountant (CPA) that are also industry experts. This allows us to successfully assess even the most highly complex transactions. We demand the highest professional and educational standards from our team members.

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TOM KELSO
*Managing Director and
Head of The Matrix Energy
& Multi-Site Retail Team*

Why Are We Different?

- Total dedication to serving the petroleum marketing and convenience store industry
- Deep understanding of the industry and the issues affecting marketers
- Proven ability and willingness to structure and execute customized transactions in order to maximize shareholder value
- Active management of transactions by seasoned investment banking professionals
- Extensive relationships and negotiating experience with all types of buyers, sellers and capital providers
- Highly respected by our clients, buyers, lenders, private equity firms, and deal professionals
- A team of committed professionals – experienced, educated, licensed and credentialed
- Proven track record with nearly 90 completed engagements, totaling \$2.4 billion in transaction value

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