

NO: HHD-CV-08-4036150 S : SUPERIOR COURT  
STATE OF CONNECTICUT : J.D. OF HARTFORD  
V. : AT HARTFORD  
THE F&S OIL COMPANY, INC. :  
CARLSON FUEL OF MERIDEN, INC. :  
CARLSON FUEL OIL, LLC, :  
VILLAGE OIL, INC., U.S. FUELS, LLC, :  
AND BOSSE GRAZIANO OIL COMPANY : AUGUST 22, 2008

**RECEIVER'S MOTION FOR ADVICE, INSTRUCTION AND AUTHORIZATION**

Carlton E. Helming, CPA and the firm of Helming & Company, P.C. (collectively the "Receiver"), the court-appointed Receiver of The F & S Oil Company, Inc. (the "Company") along with its subsidiaries and/or affiliates including Carlson Fuel of Meriden, Inc., Carlson Fuel Oil, LLC, Village Oil, Inc., U.S. Fuels, LLC and Bosse Graziano Oil Company (the "Subsidiaries" and, collectively with the Company, the "F&S Entities") moves this Court for advice, instruction and authorization and for an order for such other and further relief as the Court deems appropriate. In support of this Motion, the Receiver states:

**BACKGROUND**

1. On March 14, 2008, this Court appointed the Receiver to take possession of and to ultimately liquidate the assets of the Company and the Subsidiaries. The order appointing the

**ORAL ARGUMENT IS REQUESTED  
TESTIMONY WILL NOT BE REQUIRED**

Receiver dictates a wide mandate over a complex case and a company riddled with fraud, bad records, difficult assets and formidable business and legal problems.

2. The Company and its Subsidiaries, all Connecticut corporations, were in the trade or commerce of selling, offering for sale, and delivering #2 home heating oil and related services to Connecticut consumers.

3. On March 27, 2008, the Receiver filed a Motion for Authority to Conduct Auction Sale And To Sell All Or Substantially All Assets of F & S Oil And Subsidiaries.

4. On April 2, 2008, this Court entered a Preliminary Consent Order granting the Receiver's Motion For Authority To Conduct Auction Sale and to Sell All or Substantially All Assets of F & S Oil Company, Inc. and Subsidiaries (the "Preliminary Consent Order").

5. Consistent with the Preliminary Consent Order, the Receiver has completed and closed the auction sales of Phase I and Phase II assets.

6. On June 17, 2008, the Receiver filed a Motion for Order Establishing Deadline and Process For Determining Rights and Priorities in Net Proceeds of the Phase I Sale (the "Phase I Priorities Motion").

7. On August 4, 2008, this Court entered an Order granting the Phase I Priorities Motion.

8. On July 8, 2008, the Receiver filed a Motion for Order Establishing Deadline and Process For Determining Rights and Priorities in Net Proceeds of the Phase II Sale of Assets (the “Phase II Priorities Motion”).

9. On August 4, 2008, this Court entered an Order granting the Phase II Priorities Motion.

10. At this juncture, the Receiver expects to proceed with and conclude the disposition of Phase III assets (Bio-Diesel Facility) so it might formulate its final recommendations regarding further litigation and wind-down.

#### **NEED FOR ADVICE, INSTRUCTION AND AUTHORIZATION**

11. The Phase III sale has heretofore been impeded by the imposition of various objections and the absence of Court authorization and a Court-approved process to move forward with the Phase III sale and to deal with the objections.

12. This impasse and various pending disputes with the Landlord, the Bank and certain mechanics’ lien holders threaten to impede and sidetrack the disposition of the Phase III assets and the material progression of the Receivership.

13. In effect, there is a critical impasse on various fronts as to which the Court’s direction may facilitate ultimate (but not near term) consensus or improve prospects for resolution or adjudication of those disputes.

14. Absent such direction, the Receivership cannot be an effective tool to administer the assets of the Receivership estate, to provide recovery prospects for consumers or to effectuate a timely liquidation and dissolution, as mandated by the Receiver's order of appointment.

15. Unless extended, this Receivership is currently scheduled to expire August 31, 2008.

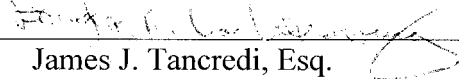
16. At this juncture, it is imperative that the Receiver have the advice, instruction and direction of the Court as to how to proceed with regard to the following matters:

- (a) the budgeting and funding of current operations;
- (b) the interim or periodic payment of professional fees and expenses to fund reasonable and necessary activities of the Receivership;
- (c) the investigation of potential claims and causes of action;
- (d) the filing and prosecution of claims, suits and insurance claims;
- (e) the filing and prosecution of a challenge to discharge or dischargeable of the debts of Richard Stevens;
- (f) the filing and prosecution of certain claims or suits that may be more appropriately asserted by the Office of the Attorney General;
- (g) the Receiver's monitoring of or interaction in criminal investigations or proceedings of Christopher Carr and others;
- (h) the preparation and filing of state and federal tax returns;
- (i) the termination and windup of pension funds of employees;
- (j) the formulation of a wind-down plan for the Receivership; and

- (k) the consideration of alternatives to the Receivership, including Chapter 7 proceedings or foreclosure, to effectuate the disposition of the Bio-Diesel plant and the wind up of this case.

WHEREFORE, the Receiver respectfully requests that this Court render appropriate advice, instruction and authorization with respect to the issues presented herein and enter an order for such other and further relief as the Court deems appropriate.

RECEIVER,  
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firm of HELMING & COMPANY, P.C.

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## CERTIFICATION

This is to certify that a copy of the foregoing has been mailed, via first-class mail, postage prepaid, to all counsel of record:

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**ORDER ON RECEIVER’S MOTION FOR ADVICE,**  
**INSTRUCTION AND AUTHORIZATION**

Carlton E. Helming, CPA and the firm of Helming & Company, P.C. (collectively the “Receiver”), the Court-appointed receiver of The F & S Oil Company, Inc. (the “Company”) along with its subsidiaries and/or affiliates including Carlson Fuel of Meriden, Inc., Carlson Fuel Oil, LLC, Village Oil, Inc., U.S. Fuels, LLC and Bosse Graziano Oil Company (the “Subsidiaries” and, collectively with the Company, the “F&S Entities”), having filed the Receiver’s Motion for Advice, Instruction and Authorization (the “Motion”), the Court having considered the Motion and any objections filed with respect thereto and, following a duly noticed hearing thereon, having found that good cause exists for the relief requested in the Motion, it is hereby

ORDERED that:

Dated at Hartford, Connecticut this \_\_\_\_\_ day of \_\_\_\_\_, 2008.

BY THE COURT,

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Grant Miller  
Judge, Superior Court for the State of Connecticut