

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 10-Q

(Mark One)

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

FOR THE QUARTERLY PERIOD ENDED SEPTEMBER 30, 1996

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

FOR THE TRANSITION PERIOD FROM _____ to _____

COMMISSION FILE NUMBER 1-9533

WORLD FUEL SERVICES CORPORATION
(Exact name of registrant as specified in its charter)

Florida
(State or other jurisdiction of
incorporation or organization)

59-2459427
(I.R.S. Employer
Identification No.)

700 South Royal Poinciana Blvd., Suite 800
Miami Springs, Florida
(Address of Principal Executive offices)

33166
(Zip Code)

Registrant's Telephone Number, including area code: (305) 884-2001

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

APPLICABLE ONLY TO CORPORATE ISSUERS:

As of September 30, 1996, the registrant had a total of 8,042,518 shares of common stock, par value \$0.01 per share, issued and outstanding.

Page 1 of 18

PART I. FINANCIAL INFORMATION

ITEM 1. FINANCIAL STATEMENTS

The following unaudited, condensed consolidated financial statements of World Fuel Services Corporation (the "Company") have been prepared in accordance with the instructions to Form 10-Q and, therefore, omit or condense certain footnotes and other information normally included in financial statements prepared in accordance with generally accepted accounting principles. In the opinion of management, all adjustments necessary for a fair presentation of the financial information for the interim periods reported have been made. Results of operations for the six months ended September 30, 1996, will not be necessarily indicative of the results for the entire fiscal year ending March 31, 1997.

Page 2 of 18

WORLD FUEL SERVICES CORPORATION AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
(UNAUDITED)
ASSETS

	SEPTEMBER 30, 1996	MARCH 31, 1996
	-----	-----
CURRENT ASSETS:		
Cash and cash equivalents	\$15,577,000	\$12,856,000
Accounts receivable, net of allowance for bad debts of \$4,400,000 and \$4,363,000 at September 30 and March 31, 1996, respectively	61,685,000	62,745,000
Inventories	5,051,000	4,592,000
Prepaid expenses and other current assets	7,663,000	3,059,000
	-----	-----
Total current assets	89,976,000	83,252,000
	-----	-----
PROPERTY, PLANT AND EQUIPMENT, at cost:		
Land	601,000	601,000
Buildings and improvements	2,972,000	2,890,000
Office equipment and furniture	3,045,000	2,645,000
Plant, machinery and equipment	14,484,000	14,171,000
Construction in progress	682,000	67,000
	-----	-----
	21,784,000	20,374,000
Less accumulated depreciation and amortization	6,408,000	5,856,000
	-----	-----
	15,376,000	14,518,000
	-----	-----
OTHER ASSETS:		
Unamortized cost in excess of net assets of acquired companies, net of accumulated amortization	11,966,000	12,123,000
Other	1,207,000	2,081,000
	-----	-----
	\$118,525,000	\$111,974,000
	=====	=====

(Continued)
Page 3 of 18

WORLD FUEL SERVICES CORPORATION AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
(UNAUDITED)
(Continued)
LIABILITIES AND STOCKHOLDERS' EQUITY

	SEPTEMBER 30, 1996	MARCH 31, 1996
	-----	-----
CURRENT LIABILITIES:		
Current maturities of long-term debt	\$ 1,934,000	\$ 1,944,000
Accounts payable and accrued expenses	39,111,000	37,808,000
Customer deposits	1,349,000	1,467,000
Accrued salaries and wages	1,633,000	2,055,000
Income taxes payable	862,000	432,000
	-----	-----
Total current liabilities	44,889,000	43,706,000
	-----	-----
LONG-TERM LIABILITIES:		
Long-term debt, net of current maturities	2,090,000	2,103,000
Deferred compensation	1,529,000	1,572,000
Deferred income taxes	1,078,000	843,000
	-----	-----
	4,697,000	4,518,000
	-----	-----
COMMITMENTS AND CONTINGENCIES		
STOCKHOLDERS' EQUITY:		
Preferred stock, \$1.00 par value; 100,000 shares authorized, none issued	--	--
Common stock, \$0.01 par value; 10,000,000 shares authorized, 8,043,000 and 8,039,000 shares issued and outstanding at September 30 and March 31, 1996, respectively	81,000	80,000
Capital in excess of par value	22,652,000	22,615,000
Retained earnings	46,263,000	41,112,000
Less treasury stock, at cost	57,000	57,000
	-----	-----
	68,939,000	63,750,000
	-----	-----
	\$118,525,000	\$111,974,000
	=====	=====

WORLD FUEL SERVICES CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF INCOME
(UNAUDITED)

	SIX MONTHS ENDED SEPTEMBER 30,	
	----- 1996 -----	----- 1995 -----
Revenue	\$351,043,000	\$284,618,000
Cost of Sales	327,785,000	265,533,000
	-----	-----
Gross profit	23,258,000	19,085,000
	-----	-----
Operating expenses:		
Salaries and wages	6,872,000	6,195,000
Provision for bad debts	2,534,000	836,000
Other	5,585,000	4,648,000
	-----	-----
	14,991,000	11,679,000
	-----	-----
Income from operations	8,267,000	7,406,000
	-----	-----
Other income (expense), net:		
Equity in earnings of aviation joint venture	880,000	856,000
Other, net	198,000	(32,000)
	-----	-----
	1,078,000	824,000
	-----	-----
Income before income taxes	9,345,000	8,230,000
Provision for income taxes	2,988,000	3,030,000
	-----	-----
Net income	\$ 6,357,000	\$ 5,200,000
	=====	=====
Net income per share	\$ 0.78	\$ 0.65
	=====	=====
Weighted average shares outstanding	8,178,000	8,050,000
	=====	=====

WORLD FUEL SERVICES CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF INCOME
(UNAUDITED)

	THREE MONTHS ENDED SEPTEMBER 30,	
	1996	1995
	-----	-----
Revenue	\$180,349,000	\$145,658,000
Cost of sales	168,723,000	135,747,000
	-----	-----
Gross profit	11,626,000	9,911,000
	-----	-----
Operating expenses:		
Salaries and wages	3,666,000	3,189,000
Provision for bad debts	1,216,000	686,000
Other	2,814,000	2,292,000
	-----	-----
	7,696,000	6,167,000
	-----	-----
Income from operations	3,930,000	3,744,000
	-----	-----
Other income (expense), net:		
Equity in earnings of aviation joint venture	471,000	479,000
Other, net	211,000	(41,000)
	-----	-----
	682,000	438,000
	-----	-----
Income before income taxes	4,612,000	4,182,000
	-----	-----
Provision for income taxes	1,359,000	1,527,000
	-----	-----
Net income	\$ 3,253,000	\$ 2,655,000
	=====	=====
Net income per share	\$ 0.40	\$ 0.33
	=====	=====
Weighted average shares outstanding	8,173,000	8,076,000
	=====	=====

WORLD FUEL SERVICES CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
(UNAUDITED)

	SIX MONTHS ENDED SEPTEMBER 30,	
	----- 1996 -----	----- 1995 -----
Cash flows from operating activities:		
Net income	\$ 6,357,000	\$ 5,200,000
Adjustments to reconcile net income to net cash provided by operating activities -		
Depreciation and amortization	918,000	816,000
Provision for bad debts	2,534,000	836,000
Deferred income tax provision	235,000	559,000
Equity in earnings of aviation joint venture, net	(562,000)	(148,000)
Other non-cash operating charges	5,000	30,000
Changes in assets and liabilities, net of dispositions:		
(Increase) decrease in -		
Accounts receivable	(1,474,000)	(7,590,000)
Inventories	(459,000)	(133,000)
Prepaid expenses and other current assets	(4,025,000)	569,000
Other assets	773,000	(164,000)
Increase (decrease) in -		
Accounts payable and accrued expenses	1,102,000	6,875,000
Customer deposits	(118,000)	(201,000)
Accrued salaries and wages	(422,000)	764,000
Income taxes payable	430,000	(764,000)
Deferred compensation	(43,000)	(53,000)
Total adjustments	(1,106,000)	1,396,000
Net cash provided by operating activities	\$ 5,251,000	\$ 6,596,000

(Continued)

WORLD FUEL SERVICES CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
(UNAUDITED)
(Continued)

	SIX MONTHS ENDED SEPTEMBER 30,	
	----- 1996 -----	----- 1995 -----
Cash flows from investing activities:		
Additions to property, plant and equipment	\$ (1,534,000)	\$ (611,000)
Advances to aviation joint venture	(288,000)	--
Repayments from aviation joint venture	--	338,000
Proceeds from disposition of assets	29,000	207,000
Proceeds from notes receivable	278,000	793,000
Additional expenditures for acquisition of business	(8,000)	(40,000)
	-----	-----
Net cash (used in) provided by investing activities	(1,523,000)	687,000
	-----	-----
Cash flows from financing activities:		
Dividends paid on common stock	(1,005,000)	(1,056,000)
Repayment of long-term debt	(40,000)	(92,000)
Proceeds from issuance of common stock	38,000	--
	-----	-----
Net cash used in financing activities	(1,007,000)	(1,148,000)
	-----	-----
Net increase in cash and cash equivalents	2,721,000	6,135,000
	-----	-----
Cash and cash equivalents at beginning of period	12,856,000	10,907,000
	-----	-----
Cash and cash equivalents, at end of period	\$ 15,577,000	\$ 17,042,000
	=====	=====

(Continued)

WORLD FUEL SERVICES CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
(UNAUDITED)
(Continued)

SIX MONTHS ENDED SEPTEMBER 30,

1996	1995
-----	-----

SUPPLEMENTAL DISCLOSURES OF CASH FLOW
INFORMATION:

Cash paid during the period for:

Interest	\$ 50,000	\$ 38,000
	=====	=====
 Income taxes	 \$ 2,343,000	 \$ 3,276,000
	=====	=====

SUPPLEMENTAL SCHEDULE OF NONCASH ACTIVITIES:

As partial consideration for the sale of certain assets on June 1, 1995, the Company received a \$979,000 note receivable, with an original maturity date of July 1, 2007. In October 1995, the entire outstanding principal balance was collected in cash, net of a \$98,000 pre-payment discount.

Cash dividends declared, but not yet paid, totaling \$603,000 and \$396,000, are included in accounts payable and accrued expenses as of September 30, 1996 and 1995, respectively.

ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

THE SIX MONTHS ENDED SEPTEMBER 30, 1996 COMPARED TO THE SIX MONTHS ENDED SEPTEMBER 30, 1995

The Company's revenue for the six months ended September 30, 1996 was \$351,043,000, an increase of \$66,425,000 or 23.3%, as compared to revenue of \$284,618,000 for the corresponding period of the prior year. The Company's revenue during these periods was attributable to the following segments:

	SIX MONTHS ENDED SEPTEMBER 30, 1996	SEPTEMBER 30, 1995
	-----	-----
Aviation Fueling	\$ 178,485,000	\$ 136,398,000
Marine Fueling	160,922,000	139,936,000
Oil Recycling	11,636,000	8,284,000
	-----	-----
Total Revenue	\$ 351,043,000	\$ 284,618,000
	=====	=====

The aviation fueling segment contributed \$178,485,000 in revenue for the six months ended September 30, 1996. This represented increase in revenue of \$42,087,000, or 30.9%, as compared to the same period of the prior year. The increase in revenue was due to an increase in volume and the average price per gallon sold. The marine fueling segment contributed \$160,922,000 in revenue for the six months ended September 30, 1996, an increase of \$20,986,000, or 15.0%, over the corresponding period of the prior year. The increase in revenue was related primarily to increases in volume traded and the average price per metric ton, partially offset by a decrease in the volume brokered. The oil recycling segment contributed \$11,636,000 in revenue for the six months ended September 30, 1996, an increase of \$3,352,000, or 40.5%, as compared to the same period of the prior year. The increase in revenue was due to an increase in volume and the average sales price per gallon of recycled oil sold, and higher used oil and waste water collection revenue.

The Company's gross profit of \$23,258,000 for the six months ended September 30, 1996, increased \$4,173,000, or 21.9%, as compared to the same period of the prior year. The Company's gross margin decreased slightly from 6.7% for the six months ended September 30, 1995, to 6.6% for the six months ended September 30, 1996.

The Company's aviation fueling business achieved a 6.6% gross margin for the six months ended September 30, 1996, as compared to 7.5% achieved for the same period during the prior year. The decrease resulted from an increase in the average sales price per gallon sold,

despite a slight increase in the average gross profit per gallon. The Company's marine fueling segment achieved a 4.6% gross margin for the six months ended September 30, 1996, as compared to a 4.4% gross margin for the same period of the prior year. The increase resulted from a higher gross profit per metric ton, in both trading and brokering activities, despite a modest increase in the average sales price per metric ton. The gross margin in the Company's oil recycling segment increased from 32.7% for the six months ended September 30, 1995, to 34.7% for the six months ended September 30, 1996. The increase resulted from a higher gross profit per gallon of recycled oil sold.

Total operating expenses for the six months ended September 30, 1996 were \$14,991,000, an increase of \$3,312,000, or 28.4%, as compared to the same period of the prior year. The increase resulted primarily from a higher provision for bad debts in the aviation fueling segment, which increased \$1,547,000 over the corresponding period during the prior year, as well as higher salaries related to performance based employment contracts, higher legal and professional fees, and the expenses associated with the newly established Costa Rican operations. In relation to revenue, total operating expenses increased from 4.1% to 4.3%.

The Company's income from operations for the six months ended September 30, 1996 was \$8,267,000, an increase of \$861,000, or 11.6%, as compared to the same period of the prior year. Income from operations during these periods was attributable to the following segments:

	SIX MONTHS ENDED 1996	SEPTEMBER 30, 1995
	-----	-----
Aviation Fueling	\$ 5,709,000	\$ 6,978,000
Marine Fueling	2,212,000	1,453,000
Oil Recycling	2,807,000	1,472,000
Corporate Overhead	(2,461,000)	(2,497,000)
	-----	-----
Total Income from Operations	\$ 8,267,000	\$ 7,406,000
	=====	=====

The aviation fueling segment's income from operations was \$5,709,000 for the six months ended September 30, 1996, a decrease of \$1,269,000, or 18.2%, as compared to the six months ended September 30, 1995. This resulted from an increase in operating expenses, principally in the provision for bad debts, partially offset by an increase in the volume of product sold. The Company's aviation fueling segment also earned \$880,000 from its joint venture during the six months ended September 30, 1996, as compared to \$856,000 during the same period of the prior year. The results of the joint venture are shown in other income. The marine fueling segment earned \$2,212,000 in income from operations for the six months ended September 30, 1996, an increase of

\$759,000, or 52.2% over the corresponding period of the prior year. This increase was related primarily to an increase in the average gross profit per metric ton, partially offset by a decrease in the volume of metric tons brokered and higher operating expenses. Income from operations of the oil recycling segment increased by \$1,335,000, or 90.7%, for the six months ended September 30, 1996, as compared to the same period of the prior year. This improvement resulted from an increase in volume and the average gross profit per recycled oil gallon sold.

Corporate overhead costs not charged to the business segments totaled \$2,461,000 for the six months ended September 30, 1996, a decrease of \$36,000, or 1.4%, as compared to the same period of the prior year. In relation to revenue, total corporate overhead decreased to 0.7% for the six months ended September 30, 1996, as compared to 0.9% for the same period of the prior year.

The Company's effective income tax rate for the six months ended September 30, 1996 was 32.0%, as compared to 36.8% for the same period of the prior year. The decrease is the result of an overall decline in foreign income taxes.

Net income for the six months ended September 30, 1996 was \$6,357,000, an increase of \$1,157,000, or 22.3%, as compared to net income for the six months ended September 30, 1995. Earnings per share of \$0.78 for the six months ended September 30, 1996 exhibited a \$0.13, or 20.0% increase over the \$0.65 achieved during the same period of the prior year.

THE THREE MONTHS ENDED SEPTEMBER 30, 1996 COMPARED TO THE THREE MONTHS ENDED SEPTEMBER 30, 1995

The Company's revenue for the three months ended September 30, 1996 was \$180,349,000, an increase of \$34,691,000, or 23.8%, as compared to revenue of \$145,658,000 of the corresponding period of the prior year. The Company's revenue during these periods was attributable to the following segments:

	THREE MONTHS ENDED SEPTEMBER 30, 1996	THREE MONTHS ENDED SEPTEMBER 30, 1995
	-----	-----
Aviation Fueling	\$ 90,501,000	\$ 73,539,000
Marine Fueling	83,790,000	67,849,000
Oil Recycling	6,058,000	4,270,000
	-----	-----
Total Revenue	\$ 180,349,000	\$145,658,000
	=====	=====

The aviation fueling segment contributed \$90,501,000 in revenue for the three months ended September 30, 1996. This represented an increase in revenue of \$16,962,000, or 23.1%, as compared to the same period of the prior year. The increase in revenue was due to an increase in volume and the average price per gallon sold. The marine fueling segment contributed \$83,790,000 in revenue for the three months ended September 30, 1996, an increase of \$15,941,000, or 23.5%, over the corresponding period of the prior year. The increase in revenue was related to increases in volume traded and the average price per metric ton, partially offset by a decrease in volume brokered. The oil recycling segment contributed \$6,058,000 in revenue for the three months ended September 30, 1996, an increase of \$1,788,000, or 41.9%, as compared to the same period of the prior year. The increase in revenue was due to an increase in volume and the average sales price per gallon of recycled oil sold, and higher used oil and waste water collection revenue.

The Company's gross profit of \$11,626,000 for the three months ended September 30, 1996, increased \$1,715,000, or 17.3%, as compared to the same period of the prior year. The Company's gross margin decreased from 6.8% for the three months ended September 30, 1995, to 6.4% for the three months ended September 30, 1996.

The Company's aviation fueling business achieved a 6.4% gross margin for the three months ended September 30, 1996, as compared to 7.3% achieved for the same period during the prior year. This resulted from an increase in the average sales price per gallon, despite a slight increase in the average gross profit per gallon. The Company's marine fueling segment achieved a 4.5% gross margin for the three months ended September 30, 1996, as compared to a 4.6% gross margin for the same period of the prior year. This resulted from an increase in the average sales price per metric ton over the same period of the prior year, despite an increase in the average gross profit per metric ton. The gross margin in the Company's oil recycling segment increased from 33.9% for the three months ended September 30, 1995, to 34.6%, for the three months ended September 30, 1996. The increase in the gross margin resulted from an increase in the gross profit per gallon of recycled oil sold.

Total operating expenses for the three months ended September 30, 1996 were \$7,696,000, an increase of \$1,529,000, or 24.8%, as compared to the same period of the prior year. The increase resulted from a higher provision for bad debts, as well as higher salaries related to performance based employment contracts, higher legal and professional fees, and the expenses associated with the newly established Costa Rican operations. In relation to revenue, total operating expenses increased from 4.2% to 4.3%.

The Company's income from operations for the three months ended September 30, 1996 was \$3,930,000, an increase of \$186,000, or 5.0%, as compared to the same period of the prior year. Income from operations during these periods was attributable to the following segments:

	THREE MONTHS ENDED SEPTEMBER 30,	
	1996	1995
	-----	-----
Aviation Fueling	\$ 2,616,000	\$ 3,479,000
Marine Fueling	1,194,000	775,000
Oil Recycling	1,459,000	910,000
Corporate Overhead	(1,339,000)	(1,420,000)
	-----	-----
Total Income from Operations	\$ 3,930,000	\$ 3,744,000
	=====	=====

The aviation fueling segment's income from operations was \$2,616,000 for the three months ended September 30, 1996, a decrease of \$863,000, or 24.8% as compared to the three months ended September 30, 1995. This resulted from an increase in operating expenses, principally in the provision for bad debts, partially offset by an increase in the volume and the average gross profit per gallon. The Company's aviation fueling segment also earned \$471,000 from its joint venture during the three months ended September 30, 1996, as compared to \$479,000 during the same period of the prior year. The results of the joint venture are shown in other income. The marine fueling segment earned \$1,194,000 in income from operations for the three months ended September 30, 1996, an increase of \$419,000, or 54.1% over the corresponding period of the prior year. This increase was related primarily to an increase in the average gross profit per metric ton, partially offset by higher operating expenses. Income from operations of the oil recycling segment increased by \$549,000, or 60.3%, for the three months ended September 30, 1996, as compared to the same period of the prior year. This improvement resulted from an increase in volume and the average gross profit per recycled oil gallon sold, partially offset by an increase in operating expenses.

Corporate overhead costs not charged to the business segments totaled \$1,339,000 for the three months ended September 30, 1996, a decrease of \$81,000, or 5.7%, as compared to the same period of the prior year. In relation to revenue, total corporate overhead decreased to 0.7% for the three months ended September 30, 1996, as compared to 1.0% for the same period of the prior year.

The Company's effective income tax rate for the three months ended September 30, 1996 was 29.5%, as compared to 36.5% for the same period of the prior year. The decrease is the result of an overall decline in foreign income taxes.

Net income for the three months ended September 30, 1996 was \$3,253,000, an increase of \$598,000, or 22.5%, as compared to net income for the three months ended September 30, 1995. Earnings per share of \$0.40 for the three months ended September 30, 1996 exhibited a \$.07, or 21.2% increase over the \$0.33 achieved during the same period of the prior year.

LIQUIDITY AND CAPITAL RESOURCES

Cash and cash equivalents amounted to \$15,577,000 at September 30, 1996, as compared to \$12,856,000 at March 31, 1996. The principal sources of cash for the first six months of fiscal year 1997 were \$5,251,000 in net cash provided by operating activities and \$278,000 from collections on notes receivable. Partially offsetting the increase in cash and cash equivalents was \$1,534,000 for capital expenditures and \$1,005,000 in dividends paid on common stock. Other components of changes in cash and cash equivalents are detailed in the Consolidated Statements of Cash Flows.

Working capital as of September 30, 1996 was \$45,087,000, exhibiting a \$5,541,000 increase from working capital as of March 31, 1996. As of September 30, 1996, the Company's accounts receivable, excluding the allowance for bad debts, amounted to \$66,085,000, a decrease of \$1,023,000, as compared to the March 31, 1996 balance. In the aggregate, accounts payable, accrued expenses, and customer deposits increased \$1,185,000. The net decrease in trade credit of \$2,208,000 was primarily attributable to the aviation segment. The allowance for bad debts as of September 30, 1996 amounted to \$4,400,000, an increase of \$37,000 compared to the March 31, 1996 balance. During the first six months of fiscal year 1997, the Company recorded a \$2,534,000 provision for bad debts and had charge-offs in excess of recoveries of \$2,496,000. The provision and charge-offs are primarily related to the Company's aviation segment.

Prepaid and other current assets as of September 30, 1996 were \$7,663,000, exhibiting an increase of \$4,604,000 over the March 31, 1996 balance. This is partially related to an increase in prepaid fuel, prepaid insurance, and deposits collectively totaling \$2,224,000. In addition, during fiscal year 1997, accounts receivable totaling \$1,218,000 were converted to short-term notes receivable and the Company reclassified \$749,000 related to its aviation joint venture investment, which was previously classified as noncurrent, to other current assets.

Capital expenditures, which amounted to \$1,534,000 for the first six months of fiscal year 1997, consisted primarily of \$384,000 in computer and office equipment, \$451,000 in plant, machinery and equipment, and \$649,000 in construction in progress to increase the storage capacity at the Company's Louisiana used oil facility. During the balance of fiscal year 1997, the Company anticipates spending approximately \$500,000 to upgrade plant, machinery and equipment. The Company also anticipates spending an estimated \$1,000,000 over the next several years to clean up contamination which was present at one of the

company's sites when it was acquired by the Company. The clean up costs will be capitalized as part of the cost of the site, up to the fair market value of the site.

The Company's working capital requirements are not expected to vary substantially for the balance of fiscal year 1997. The Company expects to meet its cash requirements for the balance of fiscal year 1997 from existing cash, operations, and additional borrowings, as necessary, under its existing credit facility. The Company's business has not been significantly affected by inflation during the periods discussed in this report.

PART II. OTHER INFORMATION

ITEM 1. LEGAL PROCEEDINGS

None

ITEM 2. CHANGES IN SECURITIES

None

ITEM 3. DEFAULTS UPON SENIOR SECURITIES

None

ITEM 4. SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS

The Company's annual meeting of stockholders was held on August 19, 1996.

The only matter voted on at the meeting was the election of the Directors of the Company. All of the Company's director nominees were elected.

ELECTION OF DIRECTORS

	NAME OF DIRECTOR	VOTES FOR	VOTES AGAINST
	-----	-----	-----
1.	Ralph R. Weiser	6,757,364	416,977
2.	Jerrold Blair	6,762,419	411,922
3.	Ralph R. Feuerring	6,947,052	227,289
4.	John R. Benbow	6,981,919	192,422
5.	Phillip S. Bradley	6,948,303	226,038
6.	Celestin A. Durand, III	6,981,469	192,872
7.	Myles Klein	6,951,798	222,543
8.	Michael J. Kasbar	6,982,919	191,422
9.	Paul H. Stebbins	6,982,919	191,422

ITEM 5. OTHER INFORMATION

None

ITEM 6. EXHIBITS AND REPORTS ON FORM 8-K

(a) During the three months ended September 30, 1996, the Company did not file any reports on Form 8-K.

(b) 27 Financial Data Schedule (for SEC use only).

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

DATE: November 1, 1996

WORLD FUEL SERVICES CORPORATION

/s/ JERROLD BLAIR

Jerrold Blair
President

/s/ CARLOS A. ABAUNZA

Carlos A. Asaunza
Chief Financial Officer

THIS SCHEDULE CONTAINS SUMMARY FINANCIAL INFORMATION EXTRACTED FROM THE COMPANY'S SEPTEMBER 30, 1996 UNAUDITED FINANCIAL STATEMENTS FILED ON FORM 10-Q AND IS QUALIFIED IN ITS ENTIRETY BY REFERENCE TO SUCH FINANCIAL STATEMENTS.

6-MOS		
	MAR-31-1997	
	SEP-30-1996	
		15,577,000
		0
		66,085,000
		4,400,000
		5,051,000
		89,976,000
		21,784,000
		6,408,000
		118,525,000
	44,889,000	
		0
	0	
		0
		81,000
		68,858,000
118,525,000		
		351,043,000
	351,043,000	
		327,785,000
		327,785,000
		0
		2,534,000
		234,000
		9,345,000
		2,988,000
	6,357,000	
		0
		0
		0
		6,357,000
		0.78
		0.78