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DESTIN GAS GROUP I, L.L.C.

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**ARTICLES OF AMENDMENT
OF
DESTIN GAS GROUP I, L.L.C.**

1. The Articles of Organization of DESTIN GAS GROUP I, L.L.C., a Florida limited liability company, filed June 5, 2000, are hereby amended to change Article VI to read as follows:

ARTICLE VI - MANAGEMENT

This limited liability company shall be managed by its member. The name and address of the member is:

Fill-Ups Food Stores, Inc.
806 Highway 90 West
Crestview, FL 32536

2. The foregoing amendment is pursuant to a resolution adopted by the member of the limited liability company on the 4th day of May, 2006.

IN WITNESS WHEREOF, the undersigned authorized representative of the member of the limited liability company has executed these Articles of Amendment on this 4th day of May, 2006.

FILL-UPS FOOD STORES, INC., a Florida corporation



RYAN E. PHILLIPS, President