2006 LIMITED LIABILITY COMPANY AMENDED ANNUAL REPORT

FILED
May 02, 2006
Secretary of State

DOCUMENT# L01000007983

Entity Name: DESTIN GAS GROUP III, L.L.C.

Current Principal Place of Business:

4618 OPA LOCKA LANE
DESTIN, FL 32541

New Principal Place of Business:

Current Mailing Address:

PO BOX 38
CRESTVIEW, FL 32536

New Mailing Address:

FEI Number: 59-3754502 **FEI Number Applied For ( )** **FEI Number Not Applicable ( )** **Certificate of Status Desired ( )**

Name and Address of Current Registered Agent:

PHILLIPS, RYAN E
806 HIGHWAY 90 W
CRESTVIEW, FL 32536 US

Name and Address of New Registered Agent:

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE: ______________________________
Electronic Signature of Registered Agent Date

MANAGING MEMBERS/MANAGERS:

Title: MGRM ( ) Delete
Name: PHILLIPS CAPITAL INC,
Address: 806 HIGHWAY 90 W
City-St-Zip: CRESTVIEW, FL 32536

ADDITIONS/CHANGES:

Title: MGRM (X) Change ( ) Addition
Name: FILL-UPS FOOD STORES, , INC.
Address: 806 HIGHWAY 90 W
City-St-Zip: CRESTVIEW, FL 32536

I hereby certify that the information supplied with this filing does not qualify for the for the exemption stated in Chapter 119, Florida Statutes. I further certify that the information indicated on this report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes.

SIGNATURE: JOHN OSBURN MGMR 05/02/2006
Electronic Signature of Signing Managing Member, Manager, or Authorized Representative / Date