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BURKE & BLUE, P.A.

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Division of Corporations

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LIMITED LIABILITY COMPANY

CONVENIENT EAST 98, LLC

Certificate of Status	1
Certified Copy	0
Page Count	045
Estimated Charge	\$130.00

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ARTICLES OF ORGANIZATION
OF
CONVENIENT EAST 98, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Fla. Stat. ch. §§ 608.401 et seq., as amended from time to time (or any corresponding provisions of succeeding law) (the "Act"), hereby make, acknowledge, and file the following Articles of Organization. Capitalized terms used in the Act and also used herein are intended to have the same meaning herein as defined in the Act.

ARTICLE I - NAME

The name of the limited liability company shall be CONVENIENT EAST 98, LLC ("Company").

ARTICLE II - ADDRESS

The initial mailing address of the Company is P.O. Box 5319, Destin, FL 32540 and the initial street address of the principal office of the Company is 1776 Peachtree St. NE, Suite 325 South, Atlanta, Ga 30309.

ARTICLE III - DURATION

The Company shall commence its existence on the date these Articles of Organization are executed by the subscriber to the Articles. The Company's existence shall be perpetual unless the Company is earlier dissolved as provided in these Articles of Organization or the Operating Agreement.

ARTICLE IV - REGISTERED OFFICE

The name of the registered agent and the street address of the registered agent of the Company in the State of Florida is Douglas L. Smith, 221 McKenzie Avenue, Panama City, FL 32401.

PREPARED BY:
Rob Blue, Jr., Esq.
221 McKenzie Ave.
Panama City, FL 32401
850-769-1414
Fla Bar #0122450
Matter # C503-14096

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ARTICLE V - CAPITAL CONTRIBUTIONS

The Members of the Company shall contribute to the capital of the Company the cash or property described in the Operating Agreement for the Company.

ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Except as provided for in the Operating Agreement, no Member shall be required to contribute additional capital to the Company, and no Member shall have any personal liability for any obligation of the Company.

ARTICLE VII - INITIAL MEMBER

Initially, the sole Member of the Company will be:

George R.C. Kingston
P.O. Box 5319, Destin, Fl 32540

ARTICLE VIII - ADMISSION OF NEW MEMBERS

In the absence of any additional Members, the Company may function and operate without any Operating Agreement. Once there is more than one Member, the Company will be governed by an Operating Agreement which may be written or unwritten. A Majority in Interest of the Members shall have the right to admit additional Members upon such terms and conditions as are provided in the Operating Agreement governing the Company. Transfers of a Member's interest in the Company may be made only upon compliance with the terms and conditions set forth in the Operating Agreement governing the Company.

ARTICLE IX - TERMINATION OF EXISTENCE

The Company shall be dissolved and its affairs wound up and terminated upon the determination by a Majority in Interest of the Members to dissolve the Company.

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ARTICLE X - MANAGEMENT; MANAGER-MANAGED COMPANY

The Company shall be managed by one or more Managers in accordance with the Operating Agreement whenever adopted by the Members. Such Operating Agreement will provide for the management of the business and affairs of the Company. The number of Managers shall be determined in the manner provided in the Operating Agreement. Until there is more than one Member, no Operating Agreement will be necessary.

The name and address of the sole initial Member and Manager is as follows:

George R.C. Kingston
P.O. Box 5319, Destin, FL 32540

ARTICLE XI - AMENDMENT

These Articles of Organization may be amended by the sole initial Member so long as there is only one Member. At any time after there is more than one Member, these Articles of Organization may be amended as provided in the Operating Agreement for the Company.

IN WITNESS WHEREOF, the undersigned Member has made and subscribed these Articles of Organization on this 25th day of March, 2003.

SOLE MEMBER:

George R.C. Kingston

By: George R.C. Kingston
As: Sole Member

STATE OF Georgia
COUNTY OF Bayette

Sworn to and subscribed before me this 25th day of March, 2003, by George R.C. Kingston, in the capacity set forth above, who is personally known to me.

(SEAL)

Katherine E. Payne
Notary Public

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Notary Public
My Commission Expires
December 29, 2004

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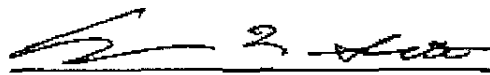
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.901, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST, that CONVENIENT EAST 98, LLC, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Organization has named Douglas L. Smith, Esq. whose office is located at 221 McKenzie Avenue, Panama City, FL 32401 as its agent to accept service of process within this State, and for his office to be the initial registered office of the Company.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated company, at the place designated in this Certificate, I hereby accept the Act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.



Douglas L. Smith, Esq.
(Resident Agent)

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