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† BOARD CERTIFIED IN WILLS, TRUSTS & ESTATES
◇ NATIONAL BOARD CERTIFIED CIVIL TRIAL ADVOCATE

L. WILLIAM GRAHAM
RETIRED

JOE C. WILLCOX
RETIRED

W. HENRY BARBER, JR.
RETIRED

SAM T. DELL
(1912-1992)

203 N. E. 1ST STREET
GAINESVILLE, FL 32601

February 3, 2006

Secretary of State
Corporation Division
P.O. Box 6327
Tallahassee, Florida 32314

Gentlemen:

Please file the enclosed Articles of Organization for the below listed entities:

1. Lewis Micanopy Chevron, LLC
2. Lewis Gainesville Bulk Plant, LLC
3. Lewis Northwood Texaco, LLC
4. Lewis O'Hara, LLC
5. Lewis Orange Park, LLC
6. Lewis Palatka Bulk Plant, LLC
7. Lewis Petroleum Aids, LLC
8. Lewis Westgate Chevron, LLC
9. Lewis Williston Road Chevron, LLC

A check in the amount of \$1,125.00 is enclosed to cover the filing fees. Please return the enclosed copy of each entity to our office showing the filing date. Thank you very much.

Sincerely,

Jody Mac Minn

Jody Mac Minn, Assistant
To Ellen R. Gershow

Enclosures

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**Articles of Organization
of
LEWIS GAINESVILLE BULK PLANT, LLC**

ARTICLE I - NAME

The name of this Limited Liability Company shall be LEWIS GAINESVILLE BULK PLANT, LLC.

ARTICLE II - DURATION

The period of duration of this Limited Liability Company shall be perpetual.

ARTICLE III - PURPOSE

The nature of the business to be transacted by this Limited Liability Company and the purpose hereof is to engage in any lawful business or endeavor.

ARTICLE IV - MAILING ADDRESS AND STREET ADDRESS

The initial street address of the principal office of this Limited Liability Company in the State of Florida and the mailing address is 621 SE Depot (7th) Avenue, Gainesville, Florida 32601, which is the initial registered office of the Limited Liability Company.

ARTICLE V - NAME AND STREET ADDRESS OF REGISTERED AGENT

The name and street address of the initial registered agent in this state for this Limited Liability Company is Jualene O. Lewis, 621 SE Depot (7th) Avenue, Gainesville, Florida 32601.

ARTICLE VI - ADDITIONAL MEMBERS

New members may be admitted upon the unanimous vote of the members.

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ARTICLE VII - CONTINUATION OF BUSINESS

The remaining members of the Limited Liability Company may continue the business of the Limited Liability Company upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company upon majority vote.

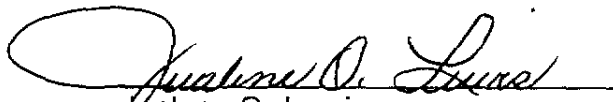
ARTICLE VIII - ~~MANAGEMENT BY MEMBERS~~

Management of the Limited Liability Company shall be by a Manager or Managers and the name and address of each Manager who is to serve as Manager is Jualene O. Lewis, 621 SE Depot (7th) Avenue, Gainesville, Florida 32601.

ARTICLE IX - OPERATING AGREEMENT

The power to adopt, alter, amend, and repeal the Operating Agreement is vested in the Members.

At Gainesville, Florida, this 1st day of February, 2006.

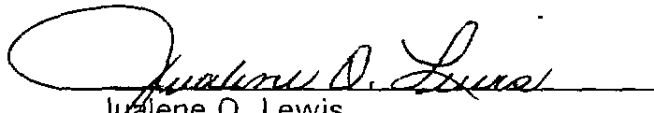

Jualene O. Lewis

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I HEREBY ACCEPT appointment as Registered Agent for LEWIS GAINESVILLE BULK PLANT, LLC on whom process may be served in the State of Florida. I am familiar with and accept the duties and responsibilities as Registered Agent for said limited liability company, all pursuant to Florida Statutes 608.415.

Dated this *1st* day of *February*, 2006.


Jualene O. Lewis
Registered Agent

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