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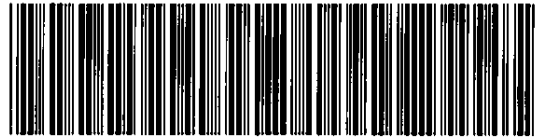
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2009 MAY 12 PM 2:19

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M. THOMAS

MAY 13 2009

EXAMINER

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: LEWIS GAINESVILLE BULK PLANT, LLC
Name of Limited Liability Company

The enclosed Articles of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Wenda Lewis

Name of Person

Lewis Gainesville Bulk Plant, LLC

Firm/Company

621 SE Depot Avenue

Address

Gainesville, FL 32601

City/State and Zip Code

wlewis@lewisoilco.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Jeffrey R. Dollinger, Esq.

Name of Person

at (352)

416-3419

Area Code & Daytime Telephone Number

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TALLAHASSEE, FLORIDA

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Enclosed is a check for the following amount:

- ☒ \$25.00 Filing Fee ☐ \$30.00 Filing Fee & Certificate of Status ☐ \$55.00 Filing Fee & Certified Copy (additional copy is enclosed) ☐ \$60.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

FIRST AMENDMENT TO ARTICLE *for*
LEWIS GAINESVILLE BULK PLANT, LLC

The undersigned, as the sole Manager and as the Membership of this Limited Liability Company, pursuant to the authority given to the undersigned by the Articles of Organization, amends Article VII of the Articles of Organization for this Limited Liability Company by adding the following paragraph to Article VII:

Section 7.09. Non-Member Manager. The Company may from time to time appoint a Manager who is not a Member. The "Non-Member Manager" shall have all of the authority granted to and limitations imposed upon a Manager by Article VII herein, to serve at the direction and under the control of the Members until discharged at the sole discretion of the Members. Wenda Ann Lewis, P.O. Box 1282, Gainesville, FL 32602, is hereby appointed as a Non-Member Manager.

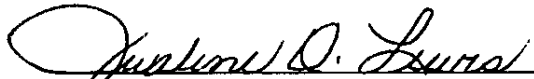
This Amendment is effective this 14th day of April, 2009.


MANAGER:


Jualene O. Lewis

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

MEMBERS:

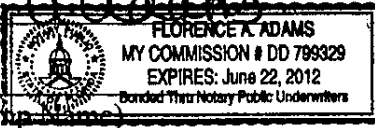

Jualene O. Lewis, Trustee of the Jualene Lewis Revocable Living Trust Agreement, dated March 23, 1994 and restated on March 18, 1997


Jualene O. Lewis, Trustee of the Wendell Lewis Revocable Living Trust Agreement, dated March 23, 1994 and restated on March 18, 1997

STATE OF FLORIDA
COUNTY OF ALACHUA

The foregoing instrument was acknowledged before me on April 14th, 2009, by Jualene O. Lewis, (✓) who is personally known to me or () who has produced a driver's license as identification.

Florence A. Adams
Notary Public
(Print, Type or Stamp Name)
My Commission Expires:

A rectangular notary seal stamp for Florence A. Adams. It contains the text: FLORENCE A. ADAMS, MY COMMISSION # DD 799329, EXPIRES: June 22, 2012, and Bonded Third Notary Public Underwriters. To the left of the text is a circular emblem featuring a building.

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TALLAHASSEE, FLORIDA