

ARTICLES OF ORGANIZATION
OF
DOUBLE E ENTERPRISES, LLC

Pursuant to the Provisions of Act No. 93-724 of the 1993 Alabama Legislature, the undersigned hereby adopt the following Limited Liability Company Articles of Organization:

ARTICLE ONE

The name of the business entity shall be DOUBLE E ENTERPRISES, LLC.

ARTICLE TWO

The period of duration shall be perpetual.

ARTICLE THREE

The Limited Liability Company has been organized for the following purposes:

To own and/or operate retail gasoline stations, convenience stores, and food marts, and any other lawful purpose.

ARTICLE FOUR

The location and street address of the initial registered office shall be 516 Olde Towne Lane- Alabaster, Alabama 35007, and its registered agent at such address shall be Edward E. Poole, Jr.

ARTICLE FIVE

The names and addresses of the initial Members are:

Edward E. Poole, Jr.	516 Olde Towne Lane	Alabaster, AL 35007
Karla S. Poole	516 Olde Towne Lane	Alabaster, AL 35007

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ARTICLE SIX

The names and addresses of the manager(s) who are to serve until the first annual meeting of the members, or until their successors are elected and qualify, are:

Edward E. Poole, Jr.	516 Olde Towne Lane	Alabaster, AL 35007
Karla S. Poole	516 Olde Towne Lane	Alabaster, AL 35007

ARTICLE SEVEN

1. The Members shall retain the right to admit additional members at their discretion.
2. The Members shall retain the right to control all internal affairs of the Limited Liability Company in accordance with all applicable Federal, State and Local laws regarding taxation and general business principles.
3. The Members shall retain the right to continue the operation of the Limited Liability Company after any dissociation of any member.

IN WITNESS THEREOF, the undersigned Members have executed these Articles of Organization, on this, the 15 day of AUGUST, 1997.

EDWARD E. POOLE, JR.
Member Name

Edward E. Poole, Jr.
Member Signature

KARLA S. POOLE
Member Name

Karla S. Poole
Member Signature

THIS DOCUMENT WAS PREPARED BY:

Kevin K. Hays, Attorney at Law
200 Canyon Park Drive
Pelham, Alabama 35124
(205) 620-5670

REPORT OF DOMESTIC LIMITED LIABILITY COMPANY

BE IT KNOWN THAT

DOUBLE E ENTERPRISES, LLC

a Limited Liability Company organized pursuant to the provisions of Act No. 93-724 of the 1993 Alabama Legislature, hereby makes this report to the Secretary of State:

That the Limited Liability Company was formed and organized by executing and recording the Articles of Organization in the office of the Judge of Probate for SHELBY County on August 15, 1997.

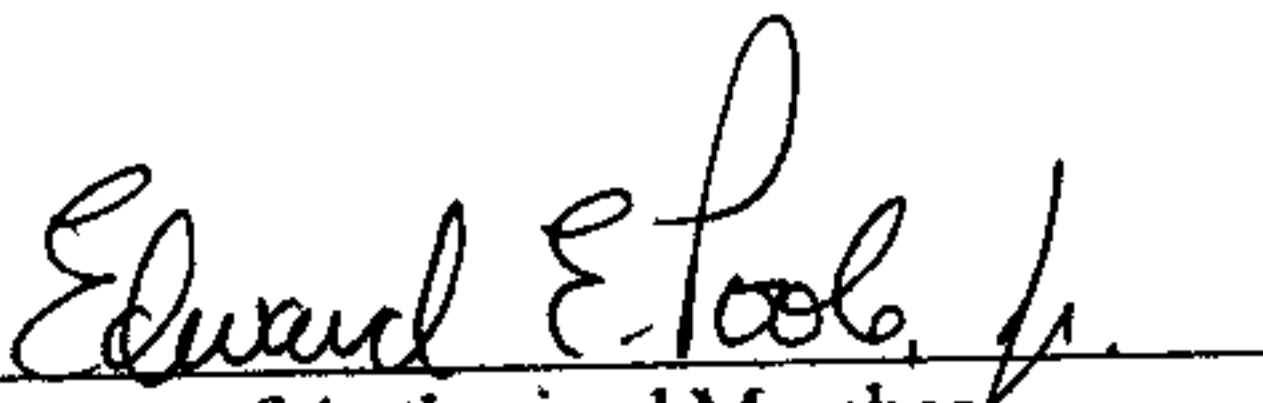
That the address of the principal office in Alabama of the Limited Liability Company is 516 Olde Towne Lane, in Alabaster, Alabama 35007.

That the address of the office in Alabama at which the records required by Section 16 of the Act shall be kept is 516 Olde Towne Lane, Alabaster, Alabama 35007.

That the name and address of the agent for service of process is:

Edward E. Poole, Jr. 516 Olde Towne Lane Alabaster, AL 35007

IN WITNESS THEREOF, THE 15th day of August, 1997, at Alabaster, Alabama.


Signature of Authorized Member

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