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This instrument was prepared by:

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STATE OF ALABAMA

SHELBY COUNTY

ARTICLES OF CORRECTION
TO THE
ARTICLES OF INCORPORATION
OF
FREEWAY EXPRESS, INC.

Pursuant to the provisions of Section 10-2A-95 of the
Code of Alabama (1975), the undersigned Corporation adopts the
following Articles of Correction to its Articles of Incorporation
in order to correct an error or omission in the Corporation's
Articles of Incorporation:

FIRST: The name of the Corporation is FREEWAY EXPRESS,
INC.

SECOND: The following amendments to the Articles of
Incorporation are supplied by the Chairman of the Board and the
President of the Corporation, in the manner prescribed by the
Alabama Business Corporation Act.

ARTICLE TWO

PURPOSES AND POWERS

Section 2.1 The purposes for which the Corporation is
organized are as follows:

(a) Primary purposes.

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(i) To own, hold and lease real and personal property, including intangible property, to other businesses or individuals.

(ii) To sell oil, gasoline and other products at retail; to operate a convenience store, selling various merchandise, including food and other perishable items, and beverages, including liquor and alcoholic beverages.

(b) Ancillary purposes. To do everything necessary, proper, advisable or convenient for the accomplishment of the foregoing purposes and to do all other things incidental to them or connected with them that are not forbidden by the Act, by other law, or by these Articles of Incorporation.

THIRD: The number of shares of the Corporation outstanding at the time of such adoption was One Thousand (1,000); and the number of shares entitled to vote thereon was One Thousand (1,000).

FOURTH: The designation and number of outstanding shares of each class entitled to vote thereon as a class were as follows:

<u>Class</u>	<u>Number of Shares</u>
Common	1,000

FIFTH: The number of shares voted for such amendment was One Thousand (1,000); and the number of shares voted against such amendment was Zero (0).

SIXTH: The number of shares of each class entitled to vote thereon as a class voted for and against such amendment, respectively, was:

Class	Number of Shares Voted	
	For	Against
Common	1,000	0

EIGHTH: The manner in which such amendment effects a change in the amount of stated capital, and the amount of stated capital as changed by such amendment, is as follows:

The amendment effects no change in the amount of stated capital.

DATED this the 15th day of October, 1990.

O. Harmon Allen
O. Harmon Allen, President

O. Harmon Allen
O. Harmon Allen, Chairman

STATE OF ALABAMA)

SHELBY COUNTY)

I, the undersigned, a notary public in and for said County, in said State, do hereby certify that on this the 15th day of October, 1990, personally appeared O. HARMON ALLEN, who, being by me first duly sworn, declared that he is the Chairman of the Board and President of FREEWAY EXPRESS, INC., that he signed the foregoing documents as Chairman of the Board and President of the Corporation, and that the statements therein contained are true and correct and are the act and deed of the Corporation.

STATE OF ALA. SHELBY CO.
I CERTIFY THIS
INSTRUMENT WAS FILED

90 OCT 23 PM 1:21

James H. [Signature]
JUDGE OF PROBATE

Rec 10.00
Jud 3.00
13.00

Mary Jean [Signature]
Notary Public

NOTARY PUBLIC, STATE OF ALABAMA AT LARGE.
My Commission Expires: JUNE 22, 1993.
BONDED THRU NOTARY PUBLIC UNDERWRITERS.