

**ARTICLES OF ORGANIZATION  
OF  
HOLDEN ENERGY, LLC.**

The undersigned, acting as the organizer of a limited liability company under the Alabama Limited Liability Company Act (the Act), hereby adopt the following Article of Organization for **HOLDEN ENERGY, LLC.** (the Company).

**ARTICLE ONE**

The name of the Company is **HOLDEN ENERGY, LLC.**

**ARTICLE TWO**

The Company shall continue in existence until it is dissolved in accordance with the provisions of the operating agreement, or, if there is no operating agreement or no provision in the operating agreement governing the duration of the Company, then in accordance with the Alabama Limited Liability Company Act.

**ARTICLE THREE**

The Company is organized for the **purpose of engaging in the business of selling motor fuels.**

**ARTICLE FOUR**

The mailing address of the initial registered office is **4200 Hwy. 93 Helena, AL 35080,** and the name of the initial registered agent of the Company at such address is **Holden Food Mart, Inc.**

**ARTICLE FIVE**

The name and mailing address of the initial members of the Company is:

Member's Name	Address
<b>Holden Food Mart, Inc.</b>	<b>4200 Hwy 93 Helena, AL 35080</b>

**ARTICLE SIX**

The initial members of the Company may admit additional members at such times and upon such terms and conditions as may be mutually agreed by the Company and the additional members.

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## ARTICLE SEVEN

The legal existence and business of the Company may be continued by the written consent of all the remaining members within 90 days after an event of dissociation of a member.

## ARTICLE EIGHT

The Company is to be managed by one or more managers. The names and mailing addresses of the initial manager(s), who shall serve as managers until the first annual meeting of members of the Company or until their successors are duly elected, are:

Member's Name

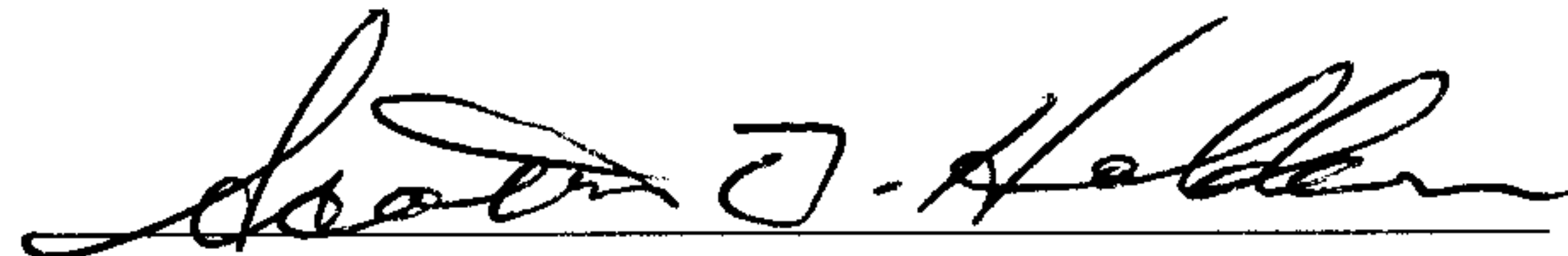
Address

**Holden Food Mart, Inc.**

**4200 Hwy 93 Helena, AL 35080**

IN WITNESS WHEREOF, these Articles of Organization have been executed on the 6<sup>TH</sup> day of January, 2009 by the undersigned.

Name:



HOLDEN FOOD MART, INC.

BY SCOTT HOLDEN, IT'S PRESIDENT