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Mar 04 1998 8:00am  
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State  
DIVISION OF CORPORATIONS

DOCUMENT # 251806 (6)  
1. Corporation Name  
THRIFTWAY MERCHANDISING CORPORATION



DO NOT WRITE IN THIS SPACE

Principal Place of Business: 3901 CYPRESS GARDENS RD. SUITE F WINTER HAVEN FL 33884 US  
Mailing Address: 1308 MIRROR TERRACE WINTER HAVEN FL 33881 US

3. Date Incorporated or Qualified: 10/02/1961  
4. FEI Number: 59-0944476  
5. Certificate of Status Desired:  \$8.75 Additional Fee Required  
6. Election Campaign Financing Trust Fund Contribution:  \$5.00 May Be Added to Fees  
8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30.  Yes  No

2. Principal Place of Business: 21 1308 MIRROR TERRACE NW, 22 Suite, Apt. #, etc., 23 WINTER HAVEN, FL, 24 33881, 25 POLK, 26, 27, 28, 29, 30

9. Name and Address of Current Registered Agent: KONDOR, JAMES O, 1308 MIRROR TERRACE NW, WINTER HAVEN FL 33881

10. Name and Address of New Registered Agent: 81 Name, 82 Street Address (P.O. Box Number is Not Acceptable), 83, 84 City, 85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE: James O Kondor, DATE: 2-27-98

12. OFFICERS AND DIRECTORS: PD KONDOR, JAMES O, SD KONDOR, PHYLLIS E, T KONDOR, PHYLLIS E.

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12: 1.1 TITLE, 1.2 NAME, 1.3 STREET ADDRESS, 1.4 CITY-ST-ZIP, 2.1 TITLE, 2.2 NAME, 2.3 STREET ADDRESS, 2.4 CITY-ST-ZIP, 3.1 TITLE, 3.2 NAME, 3.3 STREET ADDRESS, 3.4 CITY-ST-ZIP, 4.1 TITLE, 4.2 NAME, 4.3 STREET ADDRESS, 4.4 CITY-ST-ZIP, 5.1 TITLE, 5.2 NAME, 5.3 STREET ADDRESS, 5.4 CITY-ST-ZIP, 6.1 TITLE, 6.2 NAME, 6.3 STREET ADDRESS, 6.4 CITY-ST-ZIP

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(l), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: James O Kondor, DATE: 2-27-98

CR2E034 (10/97)