



CC FILING & SEARCH SERVICES, INC. 1001
 1001 Park Avenue
 Tallahassee, Florida 32304
 (904) 686-5284

FO1000004584

OFFICE USE ONLY

August 29, 2001

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Safeway Inc.

FILED
 AUG 29 AM 10:49
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

Filing Evidence

- Plain/Confirmation Copy
- Certified Copy

501700049150

Type of Document

- Certificate of Status
- Certificate of Good Standing

NEED TODAY

Retrieval Request

- Photocopy
- Certified Copy

(6)

- Articles Only
- All Charter Documents to Include Articles & Amendments
- Fictitious Name Certificate
- Other **300004561593--4**
 -08/29/01--01012--023
 *****78.75 *****78.75

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of RA Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

BK

OTHER FILINGS	
<input type="checkbox"/>	Annual Reports
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation
<input type="checkbox"/>	Reinstatement

REGISTRATION/QUALIFICATION	
<input checked="" type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED
 DIVISION OF CORPORATIONS
 AUG 29 AM 9:47
 TO BE REVIEWED
 SUFFICIENT OF FILING

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: PLEASE SEE ATTACHED

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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TALLAHASSEE, FLORIDA

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: PLEASE SEE ATTACHED

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. _____

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. _____

Meredith Parry
MEREDITH PARRY VICE PRESIDENT AND SECRETARY

(Typed or printed name and capacity of person signing application)

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SAFEWAY INC.
EXECUTIVE OFFICERS

Name	Address	Telephone number
Steven Arthur	2130 Las Tarpas Rd., Alamo, CA 94507	925/820-5555
Larrie Moro	450 Moseley Rd., Hillsborough, CA 94019	850/579-2946
Richard William	3729 Rose Rock Circle, Pleasanton, CA 94588	925/847-1595
Vasanti Mohandas	298 Bravington Lane, Alamo, CA 94507	925/934-9240
David Fredrick	15 Comistas Court, Walnut Creek, CA	925/210-0757
David Fredrick	24 Virginia Ct., Walnut Creek, CA 94596	925/938-9094
Donald Peter	631 Silver Lake Dr., Danville, CA 94526	925/968-1017
David Tai Ming	150 Kontenai Drive, Fremont, CA 94539	510/480-1618
Dickie Wayne	4291 Quail Run Place, Danville, CA 94506	925/848-4953
Kenneth Michael	67 Shuey Drive, Moraga, CA 94586	925/378-2942
Lawrence Vincent	335 Lakeway Place, Alamo, Ca 94507	925-562-9848
Melissa Campbell	207 Creedon Circle, Alameda, CA 94502	510/522-2352
Robert Allen	52 Muth Drive, Orinda, CA 94563	925/258-0572
Meredith Swantz	112 Bonilla Avenue, Piedmont, CA 94611	510/655-6340
Bradley Stuart	315 Lowell Lane, Lafayette, CA 94549	925/962-0892

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Chairman of the Board, President & CEO

Executive Vice President

Executive Vice President

Executive Vice President & CFO

Senior Vice President

Senior Vice President

Senior Vice President

Senior Vice President

Senior Vice President

Senior Vice President

Senior Vice President

Senior Vice President

Senior Vice President

Senior Vice President & General Counsel

Vice President & Secretary

Vice President & Treasurer

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TALLAHASSEE, FLORIDA

**SAFEWAY INC.
DIRECTORS**

Name	Home Address	Telephone Number
Buid, Steven Arthur	2130 Las Trampas Rd., Alamo, CA 94507	925-487-3885
Greene, Jr., James Harrison	725 Hillsborough Blvd., Hillsborough, CA 94010	650-344-2715
Hazen, Paul	608 Seminary Dr., Mill Valley, CA 94941	415-381-8162
Lopez, Harold Ley	Rio Mucorito 54 Poniente, Culiacan, MX	9-011-52-67-50-50-15
MacDonnell, Robert Ivell	121 New Place Rd., Hillsborough, CA 94010	650/342-2600
Magowan, Peter Alden	2760 Divisadero, San Francisco, CA 94123	415-972-1950
Roberts, George Rosenberg	260 Atherton Ave., Atherton, CA 94027	650-328-8708
Sirin, Rebecca Alkison.	2885 Woodside Rd., #400, Woodside, CA 94062	650-326-7209
Tauscher, William Young	9495 MacArthur Blvd., Bethesda, MD 20817	301-767-0209

State of Delaware
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SAFEWAY INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SEVENTH DAY OF JULY, A.D. 2001.

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STATE
SECRETARY'S OFFICE
DELAWARE

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "SAFEWAY INC." WAS INCORPORATED ON THE TWENTY-THIRD DAY OF JULY, A.D. 1986.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

— AUTHENTICATION: 1267674

— DATE: 07-27-01

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