

FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

FILED
May 13 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 # 118817 (6)

1. Corporation Name
WINN-DIXIE STORES, INC.

Principal Place of Business 5050 EDGEWOOD COURT JACKSONVILLE FL 32254 US	Mailing Address 5050 EDGEWOOD COURT JACKSONVILLE FL 32254 US
--	--

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified
12/26/1928

2. Principal Place of Business	2a. Mailing Address
21 Suite, Apt. #, etc.	26 Suite, Apt. #, etc.
22 City & State	27 City & State
23 Zip	28 Zip
24 Country	29 Country
25	30

4. FEI Number 59-0514290	Applied For <input type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent

**BRAGIN, D H
 5050 EDGEWOOD CT
 JACKSONVILLE FL 32205**

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 _____ (NOTE: Registered Agent signature required when reinstating) _____ DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
T BRAGIN, D H 5050 EDGEWOOD COURT JACKSONVILLE FL	<input type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
S JW DIXON 5050 EDGEWOOD COURT JACKSONVILLE FL	<input type="checkbox"/> DELETE	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
CD DAVIS, A. DANO 5050 EDGEWOOD COURT JACKSONVILLE FL	<input type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
PD KUFELDT, JAMES 5050 EDGEWOOD COURT JACKSONVILLE FL	<input type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
D DAVIS, T. WAYNE 5050 EDGEWOOD COURT JACKSONVILLE FL	<input type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
VD MCKELLAR, C.H. 5050 EDGEWOOD COURT JACKSONVILLE FL	<input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), 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.

CR2E034 (10/97)

D.H. Bragin *11/11/98* *59-0514290-5117*

WINN-DIXIE STORES, INC.
 FLORIDA DEPARTMENT OF STATE 1998 PROFIT CORPORATION ANNUAL REPORT
 FEI Number 59-0514290
 DOCUMENT # 118817 (6)

ADDITIONS TO OFFICERS AND DIRECTORS

OFFICER	TITLE	ADDRESS
DAVIS, A. DANO	CHAIRMAN, DIRECTOR	5050 EDGEWOOD COURT, JACKSONVILLE, FL 32254
DAVIS, T. WAYNE	DIRECTOR	5050 EDGEWOOD COURT, JACKSONVILLE, FL 32254
KUFELDT, JAMES	DIRECTOR AND PRESIDENT	5050 EDGEWOOD COURT, JACKSONVILLE, FL 32254
MCKELLAR, C. H.	DIRECTOR AND EXECUTIVE VICE PRESIDENT	5050 EDGEWOOD COURT, JACKSONVILLE, FL 32254
LUNN, R.C. JR.	VICE PRESIDENT	600 EDWARDS AVE., HARRAHAN, LA 70123
CALKINS, W. C.	VICE PRESIDENT	5233 COMMONWEALTH AVE., JACKSONVILLE, FL 32231
CRITCHLOW, J. W.	VICE PRESIDENT	2201 S. WILMINGTON ST., RALEIGH, NC 27603
EHSTER, R. J.	VICE PRESIDENT	1141 S. W. 12TH AVE., POMPANO BEACH, FL 33069
SCHLOSSER, J. A.	VICE PRESIDENT	720 LOCUST LANE, LOUISVILLE, KY 40213
LAFFEY, D. G.	VICE PRESIDENT	3015 COASTLINE DR., ORLANDO, FL 32808
MILLER, H. E.	VICE PRESIDENT	1550 JACKSON FERRY RD., MONTGOMERY, AL 36104
BROCATO, R.J.	VICE PRESIDENT	5400 FULTON INDUSTRIAL BLVD., ATLANTA, GA 30336
SADLOWSKI, L. J.	VICE PRESIDENT	5500 S. FREEWAY, FORT WORTH, TX 76115
BELLERS, M.A.	VICE PRESIDENT	2400 E. HILLSBOROUGH AVE., TAMPA, FL 33610
DIXON, J. W.	SECRETARY	5050 EDGEWOOD COURT, JACKSONVILLE, FL 32254
BRAGIN, D. H.	TREASURER	5050 EDGEWOOD COURT, JACKSONVILLE, FL 32254