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RA Certificate

Filed 7-29-85

3pgs



WINN-DIXIE STORES, INC. 5050 EDGEWOOD COURT P. O. BOX B JACKSONVILLE, FLORIDA 32203 0297 (904) 781-5000

MARIE L. OXFORD
Assistant Secretary for
Shareholder Relations

July 26, 1985

Office of the Secretary of
State of Florida
Corporations Division
P. O. Box 6327
Tallahassee, Florida 32314

Gentlemen:

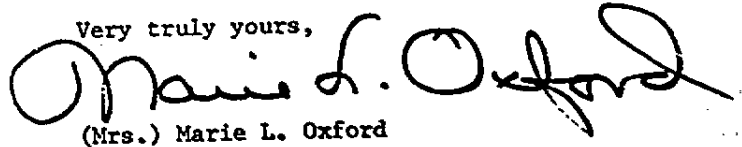
This is to advise that D. H. Bragin was appointed as registered agent for Winn-Dixie Stores, Inc., a Florida corporation, effective on July 23, 1985. The former registered agent was Waverly F. Fant.

The registered office of the company is still 5050 Edgewood Court, Jacksonville, Florida 32205.

Enclosed for filing is completely executed Certificate designating D. H. Bragin as registered agent of Winn-Dixie Stores, Inc. In addition, enclosed is Winn-Dixie Check No. 567741 payable to the order of the Secretary of State of Florida in the amount of \$3.00 to cover the required filing fee.

It will be appreciated if you will acknowledge the change of registered agent by signing and returning the attached extra copy of this letter which has been provided for the purpose. A self-addressed postage paid envelope is also enclosed for your convenience in returning the receipted letter copy.

Very truly yours,


(Mrs.) Marie L. Oxford

MLO:ks
Enclosures

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JAB TH

OPERATORS OF SUPERMARKETS ACROSS THE SUNBELT

FILED
1985 JUL 29 PM 5:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
118817
DUE 704 7/27
DUE 704 7/23/85

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PRO-
CESS MAY BE SERVED (CHANGE OF AGENT)

FILED
JUL 29 1985
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST -- THAT WINN-DIXIE STORES, INC., A CORPORATION,
ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS
PRINCIPAL PLACE OF BUSINESS AT CITY OF JACKSONVILLE, STATE OF
FLORIDA, HAS NAMED D. H. BRAGIN, LOCATED AT 5050 EDGEWOOD COURT,
CITY OF JACKSONVILLE, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT
SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE


(CORPORATE OFFICER)

TITLE

VICE PRESIDENT

DATE

JULY 23, 1985

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE
ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS
CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I
FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES
RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE


(RESIDENT AGENT)
D. H. BRAGIN

DATE

JULY 23, 1985

Filing Fee: \$3.00