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FILED
00 JUN 15 PM 4:11
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ACCOUNT NO. : 072100000032

REFERENCE : 732294 4724082

AUTHORIZATION : Patricia Pizzuto

COST LIMIT : \$ 35.00

ORDER DATE : June 15, 2000

ORDER TIME : 2:25 PM

ORDER NO. : 732294

CUSTOMER NO: 4724082

200003293052--9

CUSTOMER: Brenda Davis, Secretary
Winn-dixie Stores Inc
5050 Edgewood Court
Jacksonville, FL 32254

CHANGE OF AGENT

NAME: WINN-DIXIE STORES, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

06-16-00
cc

CONTACT PERSON: Angie Glisar / emh

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00 JUN 15 PM 3:22

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STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of FLORIDA submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: WINN-DIXIE STORES, INC.

2. The mailing address of the corporation is: 5050 EDGEWOOD COURT
JACKSONVILLE, FL 32254

3. Date of incorporation/qualification: 12/26/1928 Document number: 118817

4. The name and address of the current registered agent and office:
D.H. BRAGIN
5050 EDGEWOOD COURT
JACKSONVILLE, FL 32205

5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)
Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

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The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Judith W. Dixon (Signature of an officer, chairman or vice chairman of the board) 6/14 (Date)

JUDITH W. DIXON, SECRETARY
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

By: BRIAN COURTNEY, ASST. V.P. (Signature of Registered Agent) 6/15/00 (Date)

If signing on behalf of an entity:

(Typed or Printed Name) (Capacity)

*** FILING FEE: \$35.00 ***