

118817

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(Address)

(City/State/Zip/Phone #)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

16 SEP 16 PM 1:55

APPROVED
AND
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SEP 16 2016

S. PRATHER

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Winn-Dixie Stores, Inc.

DOCUMENT NUMBER: 118817

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Jennifer Greene
Name of Contact Person
Southeastern Grocers, LLC
Firm/ Company
8928 Prominence Parkway, Building 200
Address
Jacksonville, FL 32256
City/ State and Zip Code

jennifergreene@segrocers.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Jennifer Greene at (904) 783-5910
Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
|---|--|---|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed) |
|---|--|---|--|

Mailing Address
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Articles of Amendment
to
Articles of Incorporation
of

WINN-DIXIE STORES, INC.

(Name of Corporation as currently filed with the Florida Dept. of State)

118817

(Document Number of Corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

N/A

The new name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.," or the designation "Corp.," "Inc.," or "Co.". A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."

B. Enter new principal office address, if applicable:

(Principal office address MUST BE A STREET ADDRESS)

N/A

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

N/A

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent N/A

(Florida street address)

New Registered Office Address: _____, Florida _____
(City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

☒ Change PT John Doe

☒ Remove V Mike Jones

☒ Add SV Sally Smith

Type of Action (Check One)	Title	Name	Address
1) <input type="checkbox"/> Change	<u>V</u>	<u>JAYSON ROY</u>	<u>5050 Edgewood Court</u>
<input type="checkbox"/> Add			<u>Jacksonville, FL 32254</u>
<input checked="" type="checkbox"/> Remove			
2) <input type="checkbox"/> Change	<u>V</u>	<u>JOHN FEGAN</u>	<u>5050 Edgewood Court</u>
<input type="checkbox"/> Add			<u>Jacksonville, FL 32254</u>
<input checked="" type="checkbox"/> Remove			
3) <input type="checkbox"/> Change	<u>V</u>	<u>REBECCA SINCLAIR</u>	<u>5050 Edgewood Court</u>
<input type="checkbox"/> Add			<u>Jacksonville, FL 32254</u>
<input checked="" type="checkbox"/> Remove			
4) <input type="checkbox"/> Change	<u>V</u>	<u>JOSEPH MCKESKA</u>	<u>5050 Edgewood Court</u>
<input type="checkbox"/> Add			<u>Jacksonville, FL 32254</u>
<input checked="" type="checkbox"/> Remove			
5) <input type="checkbox"/> Change	<u>V</u>	<u>RICK CORO</u>	<u>5050 Edgewood Court</u>
<input type="checkbox"/> Add			<u>Jacksonville, FL 32254</u>
<input checked="" type="checkbox"/> Remove			
6) <input type="checkbox"/> Change	<u>V</u>	<u>DEWAYNE RABON</u>	<u>5050 Edgewood Court</u>
<input type="checkbox"/> Add			<u>Jacksonville, FL 32254</u>
<input checked="" type="checkbox"/> Remove			

Type of Action	Title	Name	Address
Remove	CHIEF MARKETING OFFICER	SHARRY CRAMOND	5050 EDGEWOOD COURT JACKSONVILLE, FL 32254
Remove	CHIEF STORE OPERATIONS OFFICER	MARK SCATES	5050 EDGEWOOD COURT JACKSONVILLE, FL 32254
Remove	CHIEF SUPPLY CHAIN OFFICER	STEVE STRACHOTA	5050 EDGEWOOD COURT JACKSONVILLE, FL 32254
Remove	SVP STORE DEVELOPMENT	HOLLY ANGELL	5050 EDGEWOOD COURT JACKSONVILLE, FL 32254
Remove	SVP, DIGITAL	MARIO MIJARES	5050 EDGEWOOD COURT JACKSONVILLE, FL 32254
Remove	SVP, CUSTOMER INSIGHTS, CIRCULATION AND PRINT PRODUCTION	DIANE SHELTON	5050 EDGEWOOD COURT JACKSONVILLE, FL 32254
Remove	DIRECTOR	DERRICK ROBICHEAUX	5050 EDGEWOOD COURT JACKSONVILLE, FL 32254
Remove	ASSISTANT TREASURER	JEFF GOTTLIEB	5050 EDGEWOOD COURT JACKSONVILLE, FL 32254
Remove	Director	GRANT WILBECK	5050 EDGEWOOD COURT JACKSONVILLE, FL 32254
Remove	VP	WILLIAM NASSHAN	5050 EDGEWOOD COURT JACKSONVILLE, FL 32254
Remove	VP	TIMOTHY FLAVIN	5050 EDGEWOOD COURT JACKSONVILLE, FL 32254
Remove	VP	MICHAEL BOVE	5050 EDGEWOOD COURT JACKSONVILLE, FL 32254

E. If amending or adding additional Articles, enter change(s) here:

(Attach additional sheets, if necessary). (Be specific)

N/A

F. If an amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself:

(if not applicable, indicate N/A)

N/A

The date of each amendment(s) adoption: _____, if other than the date this document was signed.

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Adoption of Amendment(s) (CHECK ONE)

- ☐ The amendment(s) was/were adopted by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval

by _____"
(voting group)

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☒ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Dated 8-24-16

Signature M. Sandlin Grimm

(By a director, president or other officer – if directors or officers have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

M. Sandlin Grimm

(Typed or printed name of person signing)

VP, Secretary

(Title of person signing)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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