

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

**FILED**  
**Jun 10 1997 8:00am**  
**Secretary of State**

PROFIT CORPORATION ANNUAL REPORT <b>1997</b>		FLORIDA DEPARTMENT OF STATE <b>Sandra B. Morthair</b> Secretary of State DIVISION OF CORPORATIONS
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**DOCUMENT # 122918 (6)**  
 1. Corporation Name  
**HYGEIA COCA-COLA BOTTLING COMPANY**



Principal Place of Business <b>2500 WINDY RIDGE PKWY.                  11031                  ATLANTA GA 30339                  US</b>	Mailing Address <b>PO BOX 723040                  TAX DEPARTMENT                  ATLANTA GA 31139                  US</b>
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3. Date Incorporated or Qualified <b>09/01/1930</b>	3a. Date of Last Report <b>04/19/1996</b>
4. FEI Number <b>59-0301600</b>	Applied For Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	<b>\$8.75</b> Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	<b>\$5.00</b> May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

2. Principal Place of Business	2a. Mailing Address
21 Suite, Apt. #, etc. <b>c/o CCE Tax Dept.</b>	26 Suite, Apt. #, etc. <b>c/o CCE Tax Dept.</b>
22 City & State	27 City & State
23 Zip Country	28 Zip Country
24	29
25	30

**9. Name and Address of Current Registered Agent**  
**CT CORPORATION SYSTEM  
 1200 S. PINE ISLAND ROAD  
 PLANTATION FL 33324**

**10. Name and Address of New Registered Agent**

81 Name <b>Corporation Services Company</b>
82 Street Address (P.O. Box Number is Not Acceptable) <b>1201 Hays Street</b>
83
84 City <b>Tallahassee</b>
85 Zip Code <b>FL 32301</b>

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 607.0503, Florida Statutes.

SIGNATURE: *[Signature]* DATE: **6/2/97**

(NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS		DELETED
TITLE	<b>DP</b>	<input type="checkbox"/>
NAME	<b>SCHIMBERG, HENRY A</b>	
STREET ADDRESS	<b>2500 WINDY RIDGE PKWY.</b>	
CITY-ST-ZIP	<b>ATLANTA GA 30339</b>	
TITLE	<b>SVP</b>	<input type="checkbox"/>
NAME	<b>ALM, JOHN R.</b>	
STREET ADDRESS	<b>2500 WINDY RIDGE PKWY.</b>	
CITY-ST-ZIP	<b>ATLANTA GA 30339</b>	
TITLE	<b>VC</b>	<input checked="" type="checkbox"/>
NAME	<b>WINTER, BERNICE H</b>	
STREET ADDRESS	<b>2500 WINDY RIDGE PKWY.</b>	
CITY-ST-ZIP	<b>ATLANTA GA 30339</b>	
TITLE	<b>VP</b>	<input type="checkbox"/>
NAME	<b>COGLAN, MICHAEL P.</b>	
STREET ADDRESS	<b>2500 WINDY RIDGE PKWY.</b>	
CITY-ST-ZIP	<b>ATLANTA GA 30339</b>	
TITLE	<b>GCS</b>	<input type="checkbox"/>
NAME	<b>KLINE, LOWRY F</b>	
STREET ADDRESS	<b>2500 WINDY RIDGE PKWY.</b>	
CITY-ST-ZIP	<b>ATLANTA GA 30339</b>	
TITLE	<b>T</b>	<input type="checkbox"/>
NAME	<b>ROMAN, VICKI G</b>	
STREET ADDRESS	<b>2500 WINDY RIDGE PKWY.</b>	
CITY-ST-ZIP	<b>ATLANTA GA 30339</b>	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12		Change	Addition
1.1 TITLE		<input type="checkbox"/>	<input type="checkbox"/>
1.2 NAME	<b>See Attachment for Complete List.</b>		
1.3 STREET ADDRESS			
1.4 CITY-ST-ZIP			
2.1 TITLE	<b>SVP/D</b>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
2.2 NAME			
2.3 STREET ADDRESS			
2.4 CITY-ST-ZIP			
3.1 TITLE	<b>V</b>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
3.2 NAME	<b>H. Lynn Oliver</b>		
3.3 STREET ADDRESS	<b>2500 Windy Ridge Parkway</b>		
3.4 CITY-ST-ZIP	<b>Atlanta, GA 30339</b>		
4.1 TITLE		<input type="checkbox"/>	<input type="checkbox"/>
4.2 NAME			
4.3 STREET ADDRESS			
4.4 CITY-ST-ZIP			
5.1 TITLE		<input type="checkbox"/>	<input type="checkbox"/>
5.2 NAME			
5.3 STREET ADDRESS			
5.4 CITY-ST-ZIP			
6.1 TITLE	<b>V/T</b>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
6.2 NAME			
6.3 STREET ADDRESS			
6.4 CITY-ST-ZIP			

14. I do 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 (9/96)

Hygeia Coca-Cola Bottling Company

FEIN: 59-0301600

List of Officers & Directors

**ELECTED OFFICERS**

Summerfield K. Johnston, Jr.	Chairman & Chief Executive Officer
Henry A. Schimberg	President & Chief Operating Officer
John R. Alm	Senior Vice President & Chief Financial Officer
Philip H. Sanford	Senior Vice President
Norman P. Findley	Senior Vice President
Lowry F. Kline	Senior Vice President, General Counsel and Secretary
Vicki G. Roman	Vice President and Treasurer
O. Michael Whigham	Vice President, Controller and Principal Accounting Officer
Daniel G. Marr	Vice President
Robert F. Gray	Vice President
John C. Heinrich	Vice President
Michael P. Coghlan	Vice President
Margaret F. Carton	Vice President, Investor Relations and Planning
H. Lynn Oliver	Vice President, Tax
John H. Downs, Jr.	Vice President
Richard D. Larson	Vice President
Jarratt H. Jones	Vice President, Human Resources
E. Liston Bishop III	Assistant Secretary
Terri L. Purcell	Assistant Secretary

**DIRECTORS**

Summerfield K. Johnston, Jr.  
Henry A. Schimberg  
John R. Alm

The Business Address for all Individuals is:  
2500 Windy Ridge Parkway  
Atlanta, GA 30339