



194746

ACCOUNT NO. : - 072100000032

REFERENCE : - 732294 4724082

AUTHORIZATION :

COST LIMIT : \$ 35000

ORDER DATE : June 15, 2000

ORDER TIME : 2:30 PM

ORDER NO. : 732294

500003293055--9

CUSTOMER NO: 4724082

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

Jacksonville, FL 32254

CHANGE OF AGENT

NAME: WINN-DIXIE LOUISIANA, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

FILED
00 JUN 15 PM 4:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CONTACT PERSON: Angie Glisar / emh

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00 JUN 15 PM 3:22

RECEIVED

06-16-00
cc

**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 LOUISIANA, INC.
2. The mailing address of the corporation is: 5050 EDGEWOOD COURT
JACKSONVILLE, FL 32254
3. Date of incorporation/qualification: 07/21/1956 Document number: 194746
4. The name and address of the current registered agent and office:

E. ELLIS ZAHRA, JR.

5050 EDGEWOOD COURT

JACKSONVILLE, FL 32254

5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)

Corporation Service Company

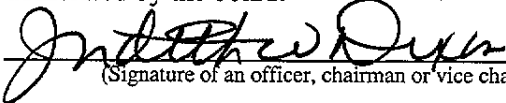
1201 Hays Street

Tallahassee, Florida 32301

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.



(Signature of an officer, chairman or vice chairman of the board)

6/17
(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)

6/15/2000
(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

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