

WINN-DIXIE STORES, INC. 5050 EDGEWOOD COURT P.O. BOX B JACKSONVILLE, FLORIDA 32203-0297

JUDITH W. DIXON  
Secretary

June 1, 2000

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 JUN -2 AM 9:13

**VIA FEDERAL EXPRESS**

Corporate Records Bureau  
Division of Corporations  
Department of State  
409 E. Gaines Street  
Tallahassee, FL 32399

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-06/02/00--01051--005  
\*\*\*\*\*87.50 \*\*\*\*\*43.75

Re: Articles of Amendment of Save-Rite Foods, Inc.

Dear Sirs:

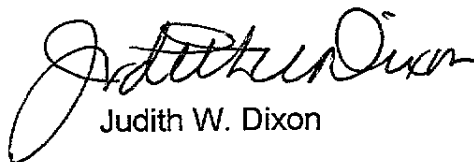
Please find enclosed for filing, an original and one copy of the Articles of Amendment of Save-Rite Foods, Inc. Also enclosed is our check in the amount of \$87.50 to cover the following fees:

Filing Fee	\$ 35.00
Certified Copy Fee (6@\$8.75)	52.50
Total	\$ 87.50

We would appreciate your filing the enclosed Articles of Amendment as soon as possible and returning six (6) certified copies of the above-referenced Articles of Amendment to us in the enclosed self-addressed stamped envelope.

If you have any questions, please do not hesitate to contact me or Brenda Davis at (904)783-5000. Thank you for your assistance in this matter.

Sincerely,

  
Judith W. Dixon

JWD:bkd  
Enclosures

Amend. & N/k

V. SHEPARD JUN 12 2000

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
SAVE-RITE FOODS, INC.**

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Pursuant to the provisions of Section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its Articles of Incorporation:

**FIRST:** The name of this Corporation is Save-Rite Foods, Inc.

**SECOND:** Article I of the Articles of Incorporation of the Corporation is hereby amended in its entirety to read as follows:

**"ARTICLE I**

The name of this corporation shall be Save Rite Grocery Warehouse, Inc."

**THIRD:** The foregoing amendment was adopted pursuant to Section 607.1003(6), Florida Business Corporation Act, by the Written Consent to Resolutions by the Sole Shareholder of the Corporation on May 31, 2000.

IN WITNESS WHEREOF, Save-Rite Foods, Inc. has caused these Articles of Amendment to Articles of Incorporation to be executed in its name by its Vice President this 31st day of May, 2000.

SAVE-RITE FOODS, INC.

By: E. Ellis Zahra, Jr.  
E. Ellis Zahra, Jr.  
Its Vice President

I, the undersigned, Secretary of Save-Rite Foods, Inc., do hereby certify that E. Ellis Zahra, Jr. has been duly elected and this day is the Vice President of said Corporation, and that the signature above is his genuine signature.

WITNESS, my hand this 31st day of May, 2000.

Judith W. Dixon  
Judith W. Dixon  
Secretary