824955

CAPITOL SERVICES, INC.
CAPITOL CORPORATE SERVICES, INC.

August 8, 2002

FLORIDA SECRETARY OF STATE
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Attn: Corporate Filing Dept.

700007057917--5
-08/12/02--01074--009
****35.00 ****35.00

Re: **SYSCO CORPORATION**

Dear Filing Officer:

Enclosed please find a Statement of Change of Registered Office/Agent for the above referenced name, which is to be filed in your office. Also enclosed is our check #**4985** in the amount of **$35.00** for the filing fee. After filing, please return the file-stamped copy in the enclosed self-addressed envelope. If you have any questions please contact x153 at 800-345-4647.

Thank you,

MS

Myra Simmons
Registered Agent Services
Enclosures

FILED
02 AUG 12 PM 12: 30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Return acknowledgment to:
Capitol Corporate Services, Inc.
P.O. Box 1831 Austin, TX 78767
800/345-4647

ae 8/16
[illegible]

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 Delaware *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: SYSCO CORPORATION

2. The mailing address of the corporation is:
1390 Enclave Pkwy, Houston, TX 77077

3. Date of incorporation/qualification: 8/18/70 Document number: 824955

4. The name and address of the current registered agent and office:

~~The Prentice-Hall Corporation System Inc.~~
1201 Hays St., Suite 105
~~Tallahassee, FL 32301~~

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

Capitol Corporate Services, Inc.
1333 North Duval St.
Tallahassee, FL 32303

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) 7/12/2002 (Date)

KENT R. BERKLE - ASST VICE PRESIDENT
(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.

(Signature of Registered Agent) 8-7-2002 (Date)

If signing on behalf of an entity:

CHERYL ROBERTS (Typed or Printed Name) PRESIDENT (Capacity)

FILED
02 AUG 12 PM 12:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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