

BLUMB CORP SVCS

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Division of Corporations

Page 1 of 2

838399

Florida Department of State
Division of Corporations
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To:
Division of Corporations
Fax Number : (850)205-0380

From:
Account Name : BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.
Account Number : 075350000353
Phone : (212)431-5000
Fax Number : (212)431-1441

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REGISTERED AGENT CHANGE

FAMILY CENTER, INC.

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DIVISION OF CORPORATIONS

Certificate of Status	0
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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, this statement of change is submitted for a corporation organized under the laws of the State of DELAWARE in order to change its registered office or registered agent, or both, in the State of Florida.

- 1. The name of the corporation: FAMILY CENTERS, INC.
- 2. The principal office address: 2 PARAGON DRIVE, MONTVALE, NJ 07645
- 3. The mailing address (if different): _____
- 4. Date of incorporation/qualification: 5/11/77 Document number: 838399

5. The name and street address of the current registered agent and registered office on file with the Florida Department of State:

UNITED STATES CORPORATION COMPANY
1201 HAYES STREET, STE 105
TALLAHASSEE, FL 32301

6. The name and street address of the new registered agent (if changed) and /or registered office (if changed):

BLUMBERGEXCELSIOR CORPORATE SERVICES, INC.
4436 OLD WINTER GARDEN ROAD
(P.O. Box or personal mailbox NOT acceptable)
ORLANDO, FL 32811

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 SECRETARY OF STATE
 TALLAHASSEE, FL 32301


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, or the corporation has been notified in writing of the change.


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

JOSE MOJICA, PRESIDENT
 (Printed or typed name and title)

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. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the corporation has been notified in writing of this change.


 (Signature of Registered Agent)

12/30/02
 (Date)

If signing on behalf of an entity:
MARC MOEL
 (Typed or Printed Name)

ASST. SECY.
 (Capacity)

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

Blumberg Excelsior
62 white st
NY NY 10013
800-221-2972 x575

MAKE CHECKS PAYABLE TO FLORIDA DEPARTMENT OF STATE AND MAIL TO:
 DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

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Corporate Appointment

The undersigned authorized officer of

The Great Atlantic & Pacific Tea Company, Inc. ("the Corporation")

states that


JOSE MOJICA
and
MARC MOEL
of
BlumbergExcelsior Corporate Services, Inc.
62 White Street
New York, NY 10013

have been appointed to sign as authorized officers of the Corporation, its affiliates and subsidiaries, for the limited purpose of changing the registered agent of the Corporation, its affiliates and subsidiaries (listed on the attached rider), to BlumbergExcelsior Corporate Services, Inc. or it's local agents throughout the United States.

All powers shall cease upon filing of the change of agent documents.

The undersigned further states that the undersigned is authorized by the Corporation to make this appointment.

Dated: 12-17-02


BY: W.P. Constantini
TITLE: Senior Vice President

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