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Feb 18 1997 8:00am
Secretary of State

PROFIT
CORPORATION
ANNUAL REPORT
1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # F93000000550 (4)

1. Corporation Name
SMART & FINAL, INC.



Principal Place of Business
4700 S. BOYLE AVE.
VERNON CA 90058

Mailing Address
4700 S. BOYLE AVE.
VERNON CA 90058-3021

3. Date Incorporated or Qualified 02/09/1993	3a. Date of Last Report 02/21/1996
4. FEI Number 95-4079584	Applied For ☐ Not Applicable
5. Certificate of Status Desired ☐	\$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution ☐	\$5.00 May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes ☐ Yes ☒ No	

2. Principal Place of Business	2a. Mailing Address
21 Suite, Apt. #, etc.	26 Suite, Apt. #, etc.
22 City & State	27 City & State
23 Zip	28 Zip
24 Country	29 Country
25	30

9. Name and Address of Current Registered Agent C T CORPORATION SYSTEM 1200 SOUTH PINE ISLAND RD. PLANTATION FL 33324	10. Name and Address of New Registered Agent
81 Name	
82 Street Address (P.O. Box Number is Not Acceptable)	
83	
84 City	85 Zip Code

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 607.0505, Florida Statutes.

SIGNATURE _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	C EMMONS, ROBERT J 524 CHAPALA ST. SANTA BARBARA CA	1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY-ST-ZIP	☐ Change ☐ Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	PCEO LAVERY, III, ROGER M 4700 S. BOYLE AVE. VERNON CA	2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY-ST-ZIP	☐ Change ☐ Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	EVP LYNCH, MARTIN A 524 CHAPALA ST. SANTA BARBARA CA 93101	3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY-ST-ZIP	Executive Vice Pres., CFO Martin A. Lynch 4700 S. Boyle Ave Vernon, CA 90058 ☒ Change ☐ Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VPT GINTHER, GARY G 4700 S. BOYLE AVE. VERNON CA 90058	4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY-ST-ZIP	☐ Change ☐ Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VGCS ALVARADO, DONALD G 4700 S. BOYLE AVE. VERNON CA 90058	5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY-ST-ZIP	☐ Change ☐ Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	D GUICHARD, ANTOINE 24 RUE DE LA MONTAT ST. ETIENNE, FRANCE	6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY-ST-ZIP	☐ Change ☐ Addition

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 in this report, or in an attachment with an address.

SIGNATURE: _____ DATE: 2/12/97 213584.9832

CR2E034 (9/96)

OFFICERS AND DIRECTORS OF
SMART & FINAL INC.

DIRECTORS: (*Year Taking Office)

Class III (1997)

Robert J. Emmons (*1984)
Antoine Guichard (*1986)
Louis E. Scott (*1988)
James S. Gold (*1994)

Class I (1998)

David McLaughlin (*1994)
Roger M. Lavery, III (*1993)
Thomas G. Plaskett (*1994)
Pierre Bouchut (*1994)

Class II (1999)

Ross E. Roeder (*1984)
Martin A. Lynch (*1993)
Georges Plassat (*1994)
Timm Crull (*1994)

OFFICERS:

Robert J. Emmons.....Chairman
Roger M. Lavery, III.....President, CEO & COO (93/94)
Martin A. Lynch.....Executive Vice President, CFO
Donald G. Alvarado.....Vice President, Secretary,
.....General Counsel

BUSINESS ADDRESSES FOR