

CT CORPORATION SYSTEM

F940000006412

906 Olive Street
St Louis, MO 63101
Tel 314 231 8380
Fax 314 231 9692

April 23, 1997

Secretary of State
Corporate Records Bureau
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

94000100151513 1-9
-04-23-1997-01
*****3.00 *****3.00

Re: HEARTLAND SUPERMARKETS, INC. (OK DOM)
Order #: 846413

Dear Sir/Madam:

We enclose for filing on behalf of this corporation the documents identified below:


WITHDRAWAL

Check in payment of the required fees is attached.
Please forward the usual evidence of filing to this
office by regular mail.

Should you need anything further, please contact the
undersigned at our toll free number 1-800-325-2671.

Thank you for your assistance!

Very truly yours,


Kristin O'Connor
Customer Specialist

KO

Enclosure(s)

FILED
97 APR 28 AM 8:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SH 5/5
Withd.

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL OF AUTHORITY
TO TRANSACT BUSINESS OR CONDUCT AFFAIRS IN FLORIDA**

Heartland Supermarkets, Inc.

(Name of Corporation)

Oklahoma

(Incorporated Under Laws Of)

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

6301 Waterford Blvd.

(Mailing Address)

Oklahoma City, Oklahoma 73118

(City - State - Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.

Kevin Twomey

Signature

April 21, 1997

Date

Kevin J. Twomey

Typed or printed name

Vice President - Controller

Title

FILED
97 APR 28 AM 8:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA