

Document Number Only

F95000000435

C T CORPORATION SYSTEM

Requestor's Name

1311 Executive Center Drive, Ste. 200

Address

Tallahassee, Fla. 32301 (904) 656-8298
City State Zip Phone

CORPORATION(S) NAME

WHOLE FOODS MARKET, INC.

- | | | |
|--|---|---|
| <input type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of R.A. |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Fictitious Name |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> CUS / G/S | |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call if Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

Name
Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

PLEASE RETURN EXTRA COPY(S)
FILE STAMPED

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

Whole Foods Market, Inc.
(Name of Corporation)

Texas
(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.

1705 Capital of Texas Highway, South, Suite 400
(Mailing Address)

Austin, Texas 78746

(City - State - Zip)

FILED
95 FEB -9 PM 1:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Glenda J. Flanagan
Signature

2/7/95
Date

Glenda J. Flanagan

Typed or printed name

Vice President and Chief Financial Officer

Title

F95000000435

Document Number Only

C I CORPORATION SYSTEM
 Corporation's Name
 1311 Executive Center Drive, ste. 200
 Address
 Tallahassee, FL 32301 (904) 656-0290
 City State Zip Phone

CORPORATION(S) NAME

RECEIVED
 11/14/94
 11/14/94

SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 95 JAN 25 PM 1:15

- | | | |
|--|---|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Resurrection | <input type="checkbox"/> Change of N.A. |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Fictitious Name |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> CUS / G/S |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call if Problem | <input type="checkbox"/> After 4:30 |
| <input type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

Initial
Availability
Unclassified
Exempt
Updated
Verifier
Acknowledgment
W.P. Verifier

PLEASE RETURN EXTRA COPY(S)
 FILE SIGNED

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TRANSACTION BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:**

1. Whole Foods Market, Inc.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Texas
(State or country under the law of which it is incorporated)
3. 74-1989366
(FEI number, if applicable)
4. August 15, 1978
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. The company intends to begin conducting business in Florida on or around January 30,
(Date first transacted business in Florida. (See sections 607.1501, 607.1502 and 817.156, F.S.)) 1995.
7. 1705 Capital of Texas Highway South, Suite 400, Austin, TX 78746

(Current mailing address)

- To conduct the business of a natural foods supermarket and any and all other lawful
8. business that corporations may conduct in Florida
(Purposes) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Glenda Flanagan
Name: Whole Foods Market, Inc.

Office Address: 3565 N.E. 207th Street
North Miami Beach 33180
, Florida,
(Zip Code)

10. Registered agent acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application. 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 obligations of my position as registered agent.

WHOLE FOODS MARKET, INC.

Glenda Flanagan
(Registered agent's signature) (Officer)

Glenda Flanagan, Vice President and CFO
(Type Name and Title of Officer)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN 25 PM 1:36

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached Exhibit A

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached Exhibit A

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN 26 PM 1:36

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Glenda Flanagan
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Glenda Flanagan, Vice President, CFO and Secretary
(Typed or printed name and capacity of person signing application)

EXHIBIT A

DIRECTORS AND EXECUTIVE OFFICERS

1. DIRECTORS

<u>Director</u>	<u>Address</u>
John P. Mackey (Chairman of the Board)	1705 Capital of Texas Highway South Suite 400 Austin, TX 78746
John R. Moorman	1705 Capital of Texas Highway South Suite 400 Austin, TX 78746
Cristina G. Banks	1705 Capital of Texas Highway South Suite 400 Austin, TX 78746
Avram J. Goldberg	1705 Capital of Texas Highway South Suite 400 Austin, TX 78746
Linda A. Mason	1705 Capital of Texas Highway South Suite 400 Austin, TX 78746
Richard S. Smith	1705 Capital of Texas Highway South Suite 400 Austin, TX 78746
James P. Sud	1705 Capital of Texas Highway South Suite 400 Austin, TX 78746

2. EXECUTIVE OFFICERS

<u>Officer</u>	<u>Title</u>	<u>Address</u>
John P. Mackey	Chief Executive Officer	1705 Capital of Texas Highway, South, Suite 400 Austin, TX 78746

Peter Roy

President, Chief Operating
Officer

1705 Capital of Texas Highway,
South, Suite 400
Austin, TX 78746

Glenda Flanagan

Vice President, Chief Financial
Officer, Secretary

1705 Capital of Texas Highway,
South, Suite 400
Austin, TX 78746

44202



The State of Texas

SECRETARY OF STATE

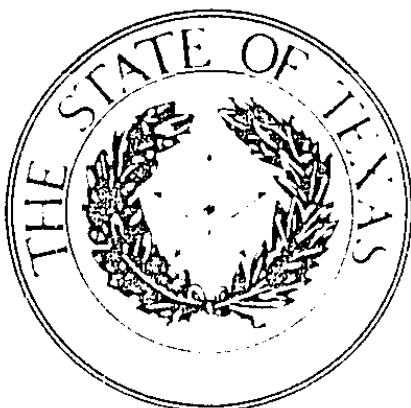
IT IS HEREBY CERTIFIED, that
Articles of Incorporation
of

WHOLE FOODS MARKET, INC.

were filed in this office and a certificate of incorporation was issued on
AUGUST 15, 1978;

IT IS FURTHER CERTIFIED, that no certificate of dissolution has been issued, and
that the corporation is still in existence.

FILED
SECRETARY OF STATE
CORPORATIONS
JAN 24 1995 PM 1:35



*IN TESTIMONY WHEREOF, I have hereunto
signed my name officially and caused to be
impressed hereon the Seal of State at my office in
the City of Austin, on January 24, 1995.*

1077.

Antonio O. Garza, Jr.
Secretary of State

CER