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Feb 03 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 # F96000003371 (9)

1. Corporation Name  
SUPERMARKETS ONLINE, INC.

Principal Place of Business

% CATALINA MARKETING CORPORATION  
11300 9TH STREET NORTH  
ST. PETERSBURG FL 33716

Mailing Address

% CATALINA MARKETING CORPORATION  
11300 9TH STREET NORTH  
ST. PETERSBURG FL 33716-2329

3. Date Incorporated or Qualified  
07/02/1996

3a. Date of Last Report

2. Principal Place of Business

21 Suite, Apt. #, etc.

22 City & State

23 Zip Country

24

2a. Mailing Address

26 Suite, Apt. #, etc.

27 City & State

28 Zip Country

29 30

4. FEI Number

APPLIED FOR

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

9. Name and Address of Current Registered Agent

C T CORPORATION SYSTEM  
1200 SOUTH PINE ISLAND ROAD  
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

FL

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

Signature, typed or printed name of registered agent and title if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

TITLE DP  
NAME ROCHEN, DAVID A  
STREET ADDRESS 11300 9TH ST. N.  
CITY-ST-ZIP ST. PETERSBURG FL 33716

TITLE D  
NAME OFF, GEORGE A  
STREET ADDRESS 11300 9TH ST. N.  
CITY-ST-ZIP ST. PETERSBURG FL 33716

TITLE D  
NAME WILLIAMS, ERIC N  
STREET ADDRESS 11300 9TH ST. N.  
CITY-ST-ZIP ST. PETERSBURG FL 33716

TITLE VST  
NAME WILLIAMS, ERIC N  
STREET ADDRESS 11300 9TH ST. N.  
CITY-ST-ZIP ST. PETERSBURG FL 33716

TITLE  
NAME  
STREET ADDRESS  
CITY-ST-ZIP

TITLE  
NAME  
STREET ADDRESS  
CITY-ST-ZIP

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

11 TITLE  
12 NAME  
13 STREET ADDRESS  
14 CITY-ST-ZIP 4000002076544

21 TITLE  
22 NAME  
23 STREET ADDRESS  
24 CITY-ST-ZIP -02/04/97--01024--038  
\*\*\*165.00

31 TITLE VD  
32 NAME  
33 STREET ADDRESS  
34 CITY-ST-ZIP

41 TITLE AS  
42 NAME CHRISTOPHER WOLF  
43 STREET ADDRESS 11300 9TH ST N.  
44 CITY-ST-ZIP ST PETERSBURG, FL 33716

51 TITLE T  
52 NAME BRUCE VALENTINE  
53 STREET ADDRESS 11300 9TH ST N.  
54 CITY-ST-ZIP ST PETERSBURG, FL 33716

61 TITLE S  
62 NAME PHILIP LIVINGSTON  
63 STREET ADDRESS 11300 9TH ST N.  
64 CITY-ST-ZIP ST PETERSBURG, FL 33716

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 if changed, or on an attachment with an address.

SIGNATURE:

CHRISTOPHER WOLF 1/20/97 (813) 519-5000

CR2E034 (9/96)