2009 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# L07000099604

Entity Name: FRED'S SOUTHERN KITCHEN BARTOW, LLC

FILED Mar 15, 2009 Secretary of State

Current Principal Place of Business: New Principal Place of Business:

1380 N. BROADWAY BARTOW, FL 33830

Current Mailing Address: New Mailing Address:

200 SOUTH ORANGE AVE., SUITE 2300 2124 HARDEN BLVD ORLANDO, FL 31801 LAKELAND, FL 33803

FEI Number: 22-3972747 FEI Number Applied For () FEI Number Not Applicable () Certificate of Status Desired ()

Name and Address of Current Registered Agent: Name and Address of New Registered Agent:

A.G.C. CO. FRED'S MANAGEMENT COMPANY 200 SOUTH ORANGE AVE., SUITE 2300 FRED'S MANAGEMENT COMPANY 2124 HARDEN BLVD

ORLANDO, FL 32801 US LAKELAND, FL 33803 US

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE: TAMMY G JOHNSON 03/15/2009

Electronic Signature of Registered Agent Date

MANAGING MEMBERS/MANAGERS: ADDITIONS/CHANGES:

Title: D () Delete Title: D (X) Change () Addition

 Name:
 JOHNSON, FRED O
 Name:
 JOHNSON, FRED O

 Address:
 2008 HUNTER RD
 Address:
 2008 W HUNTER RD

 City-St-Zip:
 PLANT CITY, FL 33565
 City-St-Zip:
 PLANT CITY, FL 33565

Title: SD () Delete Title: SD (X) Change () Addition

 Name:
 JOHNSON, TAMMY G
 Name:
 JOHNSON, TAMMY G

 Address:
 2008 HUNTER RD
 Address:
 2008 W HUNTER RD

 City-St-Zip:
 PLANT CITY, FL 33565
 City-St-Zip:
 PLANT CITY, FL 33565

I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Chapter 119, Florida Statutes. I further certify that the information indicated on this report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes.

SIGNATURE: TAMMY G JOHNSON SD 03/15/2009