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P10668

Florida Department of State

Division of Corporations

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To:

Division of Corporations
Fax Number : (850) 617-6380

From:

Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
Phone : (850) 521-1000
Fax Number : (850) 558-1575

**DISSOLUTION OR WITHDRAWAL
DELHAIZE AMERICA, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$35.00

2009 DEC 22 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

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DEC 22 2009

Delhaize America, Inc.
Application by Foreign Corporation for Withdrawal
of Authority to Transact Business or Conduct Affairs
in Florida

Exhibit A

December 18, 2009

The company converted from a corporation to a limited liability company on December 18, 2009, continuing on the business as then conducted. A new authorization to transact business as a limited liability company is being filed simultaneously herewith.

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

DELHAIZE AMERICA, INC.

(Name of Corporation)

P10668

(Document Number of Corporation (if known))

NORTH CAROLINA

(Incorporated Under Laws of)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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. See Exhibit A attached hereto.

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 for the corporation:

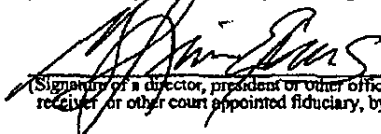
c/o Delhaize America, LLC, 2110 Executive Drive, P.O. Box 1330

(Mailing Address)

Salisbury, North Carolina 28145-1330

(City/State/Zip)

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


(Signature of a director, president or other officer - If in the hands of a
receiver or other court appointed fiduciary, by that fiduciary)

G. Linn Evans

(Typed or printed name of person signing)

December 18, 2009

(Date)

Vice President

(Title of person signing)

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