

P20758



ACCOUNT NO. : 072100000032
REFERENCE : 150350 5060319
AUTHORIZATION : *Patricia Pyjot*
COST LIMIT : \$ 35.00

FILED
01 MAY 16 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : May 15, 2001

ORDER TIME : 3:05 PM

ORDER NO. : 150350-075

CUSTOMER NO: 5060319

300004221493--9

CUSTOMER: Ms. Melinda Dabbs
Food Lion
2110 Executive Drive
Salisbury, NC 28145

CHANGE OF AGENT

NAME: KASH 'N KARRY FOOD STORES,
INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Ta-tanisha Adams

RECEIVED
01 MAY 16 PM 3:50
DIVISION OF CORPORATION

COULLETTE MAY 17 2001

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED
AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Delaware submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: KASH N' KARRY FOOD STORES, INC.
2. The mailing address of the corporation is: 2110 EXECUTIVE DRIVE
SALISBURY, NC 28145
3. Date of incorporation/qualification: September 2, 1988 Document number: P20758
4. The name and address of the current registered agent and office:

CT Corporation System
1200 South Pine Island Road
Plantation, FL 33324

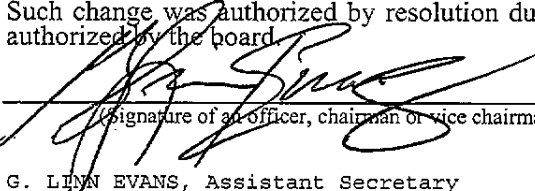
5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)

Corporation Service Company
1201 Hays Street
Tallahassee, FL 32301

FILED
01 MAY 16 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.


(Signature of an officer, chairman or vice chairman of the board)

May 10, 2001
(Date)

G. LYNN EVANS, Assistant Secretary

(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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 obligation of my position as registered agent.

Corporation Service Company

By: Deborah D. Skipper
(Signature of Registered Agent)

5-15-01
(Date)

If signing on behalf of an entity:

DEBORAH D. SKIPPER

(Typed or Printed Name)

Assistant Vice President

(Capacity)

***** FILING FEE: \$35.00 *****