



America's Supermarket®

P33815

JUDITH W. DIXON
Secretary

August 30, 2000

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 SEP -1 AM 10:00

Amendment Section
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

800003380438--8
-09/01/00--01072--006
*****43.75 *****43.75

Re: Application by Foreign Corporation for Withdrawal of
Authority to Transact Business or Conduct Affairs in Florida
for Sunbelt-Dix, Inc.

Dear Sirs:

Please find enclosed for filing, an original and one copy of the Application
by Foreign Corporation for Withdrawal of Authority to Transact Business or
Conduct Affairs in Florida for Sunbelt-Dix, Inc. Also enclosed is our check in the
amount of \$43.75 to cover the following fees:

Filing Fee	\$35.00
(1) Certified Copy	\$ 8.75
	<u>\$43.75</u>

We would appreciate your filing the enclosed Application by Foreign
Corporation for Withdrawal of Authority to Transact Business or Conduct Affairs
in Florida for Sunbelt-Dix, Inc., as soon as possible and returning one certified
copy to us.

If you have any questions, please do not hesitate to contact Brenda Davis
or I at (904)783-5000. Thank you for your assistance in this matter.

Sincerely,


Judith W. Dixon

JWD:bkd
Enclosures



S. PAYNE SEP 14 2000

WINN-DIXIE STORES, INC. 5050 EDGEWOOD COURT P.O. BOX B JACKSONVILLE, FLORIDA 32203-0297 (904) 783-5000

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

SUNBELT-DIX, INC.
(Name of Corporation)

DELAWARE
(Incorporated Under Laws Of)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 SEP - 1 AM 10:01

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.

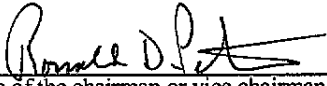
P. O. BOX B

(Mailing Address)

JACKSONVILLE, FL 32203

(City/ State /Zip)

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


Signature of the chairman or vice chairman of the board, president, or any officer. ASSISTANT SECRETARY
Title
RONALD D. PETERSON AUGUST 29, 2000
Typed or printed name Date