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Jun 10 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 # P36552 (8)

1. Corporation Name
JOHNSTON COCA-COLA BOTTLING GROUP, INC.

Principal Place of Business
2500 WINDY RIDGE PKWY.
11031
ATLANTA GA 30339
US

Mailing Address
PO BOX 723040
TAX DEPARTMENT #11031
ATLANTA GA 31139
US



2. Principal Place of Business

21 Suite, Apt. #, etc.
c/o CCE Tax Dept.

23 City & State

24 Zip 25 Country

2a. Mailing Address

26 Suite, Apt. #, etc.
c/o CCE Tax Dept.

27 City & State

28 Zip 29 Country

3. Date Incorporated or Qualified
12/05/1991

3a. Date of Last Report
04/19/1996

4. FEI Number

58-1969885

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

CT CORPORATION SYSTEM
1200 S. PINE ISLAND ROAD
PLANTATION FL 33324

10. Name and Address of New Registered Agent

81 Name
Corporation Services Company

82 Street Address (P.O. Box Number is Not Acceptable)
1201 Hays Street

83

84 City Tallahassee FL 85 Zip Code 32301

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

6/2/97

12. OFFICERS AND DIRECTORS

TITLE DP DELETE

NAME SCHIMBERG, HENRY A
STREET ADDRESS 2500 WINDY RIDGE PKWY.
CITY-ST-ZIP ATLANTA GA 30339

TITLE SVP DELETE

NAME ALM, JOHN R.
STREET ADDRESS 2500 WINDY RIDGE PKWY.
CITY-ST-ZIP ATLANTA GA 30339

TITLE VC DELETE

NAME WINTER, BERNICE H
STREET ADDRESS 2500 WINDY RIDGE PKWY.
CITY-ST-ZIP ATLANTA GA 30339

TITLE VP DELETE

NAME COGHLAN, MICHAEL P.
STREET ADDRESS 2500 WINDY RIDGE PKWY.
CITY-ST-ZIP ATLANTA GA 30339

TITLE GCS DELETE

NAME KLINE, LOWRY F
STREET ADDRESS 2500 WINDY RIDGE PKWY.
CITY-ST-ZIP ATLANTA GA 30339

TITLE T DELETE

NAME ROMAN, VICKI G
STREET ADDRESS 2500 WINDY RIDGE PKWY.
CITY-ST-ZIP ATLANTA GA 30339

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY-ST-ZIP

See Attachment for
Complete List.

2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY-ST-ZIP

SVP/D XX Change Addition

3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY-ST-ZIP

V Change XX Addition

H. Lynn Oliver
2500 Windy Ridge Parkway
Atlanta, GA 30339

4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY-ST-ZIP

Change Addition

5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY-ST-ZIP

Change Addition

6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY-ST-ZIP

V/T XX Change Addition

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

SIGNATURE REQUIRED

6/23/97

(770) 989-3016

CFR2034 (9/96)

Johnston Coca-Cola Bottling Group, Inc.

FEIN: 58-1969885

List of Officers & Directors

ELECTED OFFICERS

**Summerfield K. Johnston, Jr.
Henry A. Schimberg
John R. Alm
Philip H. Sanford
Norman P. Findley
Lowry F. Kline
Vicki G. Roman
O. Michael Whigham**

**Daniel G. Marr
Robert F. Gray
John C. Heinrich
Michael P. Coghlan
Margaret F. Carton
H. Lynn Oliver
John H. Downs, Jr.
Richard D. Larson
Jarratt H. Jones
E. Liston Bishop III
Terri L. Purcell**

**Chairman & Chief Executive Officer
President & Chief Operating Officer
Senior Vice President & Chief Financial Officer
Senior Vice President
Senior Vice President
Senior Vice President, General Counsel and Secretary
Vice President and Treasurer
Vice President, Controller and Principal Accounting
Officer
Vice President
Vice President
Vice President
Vice President
Vice President, Investor Relations and Planning
Vice President, Tax
Vice President
Vice President
Vice President, Human Resources
Assistant Secretary
Assistant Secretary**

DIRECTORS

**Summerfield K. Johnston, Jr.
Henry A. Schimberg
John R. Alm**

**The Business Address for all Individuals is:
2500 Windy Ridge Parkway
Atlanta, GA 30339**