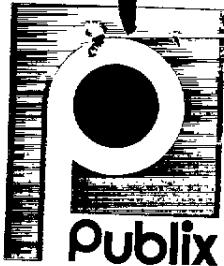


WHERE SHOPPING IS A PLEASURE



super markets, inc.

Post Office Box 32018 • Lakeland • FL • 33802
Telephone: (863) 686-8754 • Fax: (863) 616-5704

John A. Attaway, Jr.
General Counsel and Secretary
Direct Dial: (863) 616-5701

00 JUL 14 PM 3:22

FILED

STATE
TALLAHASSEE, FLORIDA

July 5, 2000

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-07/14/00--01079--019
****131.25 ****25.00
43.75

Division of Corporations
Secretary of State
P. O. Box 6327
Tallahassee, FL 32314

Re: *Statements of Change*

Dear Sir:

Attached is a Statement of Change of Registered Agent for the following corporations:

1. Publix Super Markets, Inc.
2. Real Sub, Inc.
3. Lone Palm Golf Club, Inc.

Please file each Statement and return a certified copy to me. Attached is a check in the amount of \$131.25 for the filing fee.

If you need any additional information, please do not hesitate to contact me.

RA Change
7-24-00
BWS

Yours very truly,

John A. Attaway, Jr.

JAA/lw
Enclosure

**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 Florida 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: Lone Palm Golf Club, Inc.
2. The mailing address of the corporation is: P.O. Box 407, Lakeland, Florida 33802-0407
3. Date of incorporation/qualification: September 9, 1996 Document number: P96000074494
4. The name and address of the current registered agent and office:

S. Keith Billups
1936 George Jenkins Boulevard
Lakeland, Florida 33815

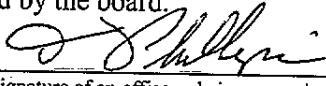
5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)

John A. Attaway, Jr.
1936 George Jenkins Boulevard
Lakeland, Florida 33815

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00 JUL 14 PM 3:22
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)

6/30/2000
(Date)

David Phillips, CFO and Treasurer
(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.


(Signature of Registered Agent)

6/29/2000
(Date)

If signing on behalf of an entity:

John A. Attaway, Jr.
(Typed or Printed Name)

Registered Agent
(Capacity)

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