

796000075283
RICHARD S. RUSSELL

Attorney at Law

200 E. PALMETTO PARK ROAD, SUITE 101
BOCA RATON, FLORIDA 33432

(561) 347-7477

September 3, 1997

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

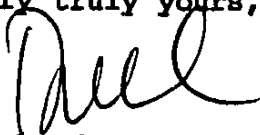
Re: J & A Food Distributors, Inc.
Change of Registered Agent

Gentlemen:

In connection with the above-referenced Corporation, enclosed please find Statement of Change of Registered Office and Registered Agent, together with our check in the amount of \$35.00 to cover your fee.

We have also enclosed a stamped, self-addressed envelope for your convenience in sending us confirmation of the receipt of this Change.

Very truly yours,



Richard S. Russell

/bbr
Enclosures
cc: CSC

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*****35.00 *****35.00

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JW 9/22

R.A. change

Charter No. P96000075283
Date Filed September 10, 1996

STATEMENT OF CHANGE OF REGISTERED OFFICE
AND REGISTERED AGENT

Pursuant to the provisions of Sections 607.0501 and 607.0502, or 607.1508, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement for the purpose of changing its Registered Office and Registered Agent in the State of Florida.

1. The name of the Corporation is: J & A FOOD DISTRIBUTORS, INC.
2. The name and address of its present Registered Agent is:

CORPORATION SERVICE COMPANY
1201 HAYS STREET
TALLAHASSEE, FL 32301

3. The name and street address to which its Registered Agent is to be changed is:

RICHARD S. RUSSELL, ESQ., Suite 101, 200 East Palmetto Park Road, Boca Raton, Florida 33432.

4. The street address of its Registered Office and the street address of the business office of its registered agent, as changed, will be identical.
5. Such change was authorized by resolution duly adopted by its Board of Directors or by an Officer of the Corporation so authorized by the Board of Directors.

Robert J. Bacon
Typed or Printed Name

Signature R. J. Bacon Pres.
R. J. BACON, PRES.

Date: 21 Aug 97

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 UNDER SECTION 607.0505, FLORIDA STATUTES.

Please Print/Type Name

Richard S. Russell, Esq.

Signature

Agent

Date

9-2-97

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 12, 1997

RICHARD S. RUSSELL, ATTY.
200 E. PALMETTO PARK ROAD
SUITE 101
BOCA RATON, FL 33432

SUBJECT: J & A FOOD DISTRIBUTORS, INC.
Ref. Number: P96000075283

We have received your document for J & A FOOD DISTRIBUTORS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

We are enclosing a computer printout which reflects the registered agent and registered office now on file with this office. Please amend your document accordingly.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6908.

Teresa Brown
Corporate Specialist

Letter Number: 197A00045405