



122918

116-D Thomasville Road . . . on Square . . . Tallahassee, Florida 32303

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WALK IN

PICK UP 12/29/97 11:00 NT (C)

CERTIFIED COPY

CUS

X PHOTO COPY

X FILING Merger

1.) Hugaia Coca-cola Bottling Company

(CORPORATE NAME & DOCUMENT #)

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9.) (CORPORATE NAME & DOCUMENT #)

10.) (CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS

FILED 97 DEC 29 AM 11:32 SECRETARY OF STATE TALLAHASSEE, FLORIDA

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EFFECTIVE DATE 12/31/97

Merger OCB 12/29

122918

ARTICLES OF MERGER
Merger Sheet

MERGING:

HYGEIA COCA-COLA BOTTLING COMPANY, a Florida corporation, document
number 122918

INTO

THE LOUISIANA COCA-COLA BOTTLING COMPANY, LIMITED, a Louisiana
corporation not qualified in Florida.

File date: December 29, 1997, effective December 31, 1997

Corporate Specialist: Karen Gibson

ARTICLES OF MERGER

OF

Hygeia Coca-Cola Bottling Company

AND

The Louisiana Coca-Cola Bottling Company, Limited

97 DEC 29 AM 11:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED

To the Department of State
State of Florida

EFFECTIVE DATE
12/31/97

Pursuant to the provisions of the Florida Business Corporation Act, the domestic wholly-owned subsidiary business corporation and the foreign parent business corporation herein named do hereby adopt the following articles of merger.

FIRST: Annexed hereto and made a part hereof is the Plan of Merger for merging Hygeia Coca-Cola Bottling Company with and into The Louisiana Coca-Cola Bottling Company, Limited as approved by the Board of Directors of Hygeia Coca-Cola Bottling Company on December 23, 1997 and adopted at a meeting by the Board of Directors of The Louisiana Coca-Cola Bottling Company, Limited on December 23, 1997.

SECOND: The merger of Hygeia Coca-Cola Bottling Company with and into The Louisiana Coca-Cola Bottling Company, Limited is permitted by the laws of the jurisdiction of organization of The Louisiana Coca-Cola Bottling Company, Limited and has been authorized in compliance with said laws. The date of adoption of the Plan of Merger by the Board of Directors of The Louisiana Coca-Cola Bottling Company, Limited was December 23, 1997.

THIRD: Shareholder approval was not required for the merger.

FOURTH: The effective date of the merger shall be December 31, 1997.

Executed on this 23rd day of December, 1997.

Hygeia Coca-Cola Bottling Company

By: Lowry F. Kline

Name:

Capacity: **Lowry F. Kline, Executive Vice President and
General Counsel**

The Louisiana Coca-Cola Bottling
Company, Limited

By: Lowry F. Kline

Name:

Capacity: **Lowry F. Kline, Executive Vice President and
General Counsel**

PLAN OF MERGER

OF

Hygeia Coca-Cola Bottling Company

AND

The Louisiana Coca-Cola Bottling Company, Limited

1. The Louisiana Coca-Cola Bottling Company, Limited, which is a business corporation of the State of Louisiana and is the parent corporation and the owner of all of the outstanding shares of Hygeia Coca-Cola Bottling Company, which is a business corporation of the State of Florida and the subsidiary corporation, hereby merges Hygeia Coca-Cola Bottling Company into The Louisiana Coca-Cola Bottling Company, Limited pursuant to the provisions of the Florida Business Corporation Act and pursuant to the provisions of the laws of the jurisdiction of organization of The Louisiana Coca-Cola Bottling Company, Limited.

2. The separate existence of Hygeia Coca-Cola Bottling Company shall cease at the effective time and date of the merger pursuant to the provisions of the Florida Business Corporation Act; and The Louisiana Coca-Cola Bottling Company, Limited shall continue its existence as the surviving corporation pursuant to the provisions of the laws of the jurisdiction of its organization.

3. The issued shares of Hygeia Coca-Cola Bottling Company shall not be converted in any manner, but each said share which is issued immediately prior to the effective time and date of the merger shall be surrendered and extinguished.

4. The Board of Directors and the proper officers of The Louisiana Coca-Cola Bottling Company, Limited are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for.