Filing Fee: \$20.00

1D Number: <u>9363</u>2



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

BUSINESS CORPORATION

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT, OR BOTH, BY THE CORPORATION

Pursuant to the provisions of Sections 7-1.1-12 or 7-1.1-107 of the General Laws, 1956, as amended, the undersigned corporation submits the following statement for the purpose of changing its registered office or its registered agent, or both, in the state of Rhode Island:

1.	The name of the corporation is Whole Foods Market Group. Inc.
2.	The address of the registered office as PRESENTLY shown in the corporate records on file with the Rhode Island Secretary of State is:
	30 Lawn Street. Providence. RI 02908
3.	The address of the NEW registered office is: 10 Weybosset Street, Providence, Rhode Island 02903
4.	The name of the registered agent as PRESENTLY shown in the corporate records on file with the Rhode Island Secretary of State is:
	Capitol Corporate Services, Inc.
5.	The name of the NEW registered agent is:
	C T Corporation System
6 .	The change of address of the registered office, or the appointment of a new registered agent, or both, as the case may be, shall become effective upon the filing of this statement, or on (a date not prior to, nor more than 30 days after, filing this statement)
_	F-3 (C)
7.	The change was authorized by resolution duly adopted by its board of directors.
Da	tte: 1/18/DZ Whole Foods Market Group, Inc.
	By
STATE OF Texas William C Bradford, JR. COUNTY OF Harris	
In Houston, Texas , on this 18th day of January , 2002 , personally appeared before me William C. Bradford, Ir. who, being by me first duly sworn, declared that he/she is the Vice President of the corporation and that he/she signed the foregoing document as such officer of the corporation, and that the statements herein contained are true. Houston, Texas	
Re	Motary Public My Commission Expires: 11-1-2003 MY Commission Expires: 11-