

**STATEMENT OF CHANGE OF REGISTERED OFFICE  
OR REGISTERED AGENT, OR BOTH  
OF**

COCA-COLA ENTERPRISES INC.

To the Secretary of State  
of the State of Rhode Island

Pursuant to the provisions of Section 7-6-107 of the General Laws, 1956, as  
(Insert "7-1.1-12" if a domestic corporation, or "7-1.1-107" if a foreign corporation)  
amended, the undersigned corporation organized under the laws of the State of DELAWARE

....., submits the following statement for the purpose of changing its  
registered office or its registered agent, or both, in the State of Rhode Island:

FIRST: The name of the corporation is .....  
COCA-COLA ENTERPRISES INC.

SECOND: The address of its present registered office is .....  
123 DYER STREET PROVIDENCE RI 02903

THIRD: The address to which its registered office is to be changed is .....  
SUITE 900, 170 WESTMINSTER STREET, PROVIDENCE RHODE ISLAND 02903

FOURTH: The name of its present registered agent is .....  
CT CORPORATION SYSTEM

FIFTH: The name of its successor registered agent is .....  
CORPORATION SERVICE COMPANY

SIXTH: The address of its registered office and the address of the business office of  
its registered agent, as changed, will be identical.

SEVENTH: Such change was authorized by resolution duly adopted by its board of  
directors.

Dated 1/2, 1997

COCA-COLA ENTERPRISES INC.

**PAID**

By Lowry F. Kline  
LOWRY F. KLINE Vice  
Its SENIOR President

JAN 07 1997  
1601860  
SECY OF STATE

STATE OF Georgia

COUNTY OF COB

At Atlanta, Georgia in said county on this 2nd day

of January, 1997, personally appeared before me

Lowry F. Kline, who, being by me first duly sworn, declared that he  
is the Senior Vice President of Coca-Cola Enterprises Inc.  
that he signed the foregoing document as Senior Vice President of the  
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

Mary M. McLenae  
Notary Public

Notary Public, DeKalb County, Georgia  
My Commission Expires May 23, 1999