

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONTRACT ID CODE PAGE OF PAGES
1 1

2. AMENDMENT/MODIFICATION NO. 3. EFFECTIVE DATE 4. REQUISITION/PURCHASE REQ. NO. 5. PROJECT NO. (If applicable)
P00009 06/11/01

6. ADMINISTERED BY (If other than Item 6) CODE
ENSE SUPPLY CENTER PHILADELPHIA
7000 BOBBINS AVE.
PHILADELPHIA, PA 19111
DSCP-HFVE (S. PIECYK)

7. ADMINISTERED BY (If other than Item 6) CODE
SEE BLOCK 6.

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code)
DOUGHTIE'S SYSCO FOOD SERVICE
2410 WESLEY STREET
PORTSMOUTH, VA 237070

(X) 9A. AMENDMENT OF SOLICITATION NO.
9B. DATED (SEE ITEM 11)
10A. MODIFICATION OF CONTRACT/ORDER NO.
X SP0300-01-D-2990
10B. DATED (SEE ITEM 13)
08/04/00

CODE FACILITY CODE

11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS

The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers is extended, is not extended.
Offer must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods:
(a) By completing Items 8 and 15, and returning _____ copies of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGEMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.

12. Accounting and Appropriation Data (If required)

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(X) A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.
B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc). SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b).
C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
D. OTHER (Specify type of modification and authority)

E. IMPORTANT: Contractor is not, is required to sign this document and return _____ copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)

I. THE FOLLOWING CHANGE IS MADE TO SUBJECT CONTRACT:
A. EFFECTIVE 11 JUNE 01, DOUGHTIES SYSCO FOOD SERVICE HAS CHANGED IT NAME AS FOLLOWS:
SYSCO FOOD SERVICES OF HAMPTON ROADS, INC.
B. INVOICES WILL NOW REFLECT THE ABOVE NEW NAME.
II. ALL OTHER TERMS AND CONDITIONS REMAIN UNCHANGED.

Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.

15. NAME AND TITLE OF SIGNER (Type or print) 16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)
CONTRACTOR/OFFEROR 15C. DATE SIGNED 16B. UNITED STATES OF AMERICA
(Signature of person authorized to sign) BY Sharon Piecyk
(Signature of Contracting Officer)

16C. DATE SIGNED
6/11/01

SYSCO Food Services of Hampton Roads, Inc. (Contractor), a corporation duly organized and existing under the laws of Delaware, and the United States of America (Government), enters into this Agreement as of March 8, 2001.

(a) The parties agree to the following facts:

(1) The Government, represented by various Contracting Officers of the Defense Supply Center, Philadelphia, PA, has entered into a certain contract with Doughtie's SYSCO Food Services, Inc., namely: SPO 300-00-D-2990. The term "the contracts," as used in this Agreement, means the above contract, including all modifications, made by the Government and the Contractor before the effective date of this Agreement (whether or not performance and payment have been completed and releases executed if the Government or the Contractor has any remaining rights, duties, or obligations under these contracts and purchase orders).

(2) Doughtie's SYSCO Food Services, Inc., by an amendment to its certificate of incorporation, dated March 8, 2001, has changed its corporate name to SYSCO Food Services of Hampton Roads, Inc.

(3) This amendment accomplishes a change of corporate name only and all rights and obligations of the Government and of the Contractor under the contracts are unaffected by this change.

(4) Documentary evidence of this change of corporate name has been filed with the Government.

(b) In consideration of these facts, the parties agree that--

(1) The contracts covered by this Agreement are amended by substituting the name "SYSCO Food Services of Hampton Roads, Inc." for the name "Doughtie's SYSCO Food Services, Inc." wherever it appears in the contracts; and

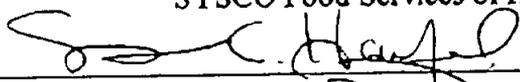
(2) Each party has executed this Agreement as of the day and year first above written.

United States of America,

By _____

Title _____

SYSCO Food Services of Hampton Roads, Inc.,

By 

Title S.R. Vice - Pres

Certificate

I, Michael S. LaRock, certify that I am the Secretary of SYSCO Food Services of Hampton Roads, Inc.; that Steven C. Houfek, who signed this Agreement for this corporation, was then Senior Vice President of this corporation; and that this Agreement was duly signed for and on behalf of this corporation by authority of its governing body and within the scope of its corporate powers. Witness my hand and the seal of this corporation this 19th day of June 2001.

By Michael S. LaRock

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 03/07/2002
010115066 - 3035162

STATE of DELAWARE
CERTIFICATE of AMENDMENT of
CERTIFICATE of INCORPORATION

- **First:** That at a meeting of the Board of Directors of Doughtie's Sysco Food Services, Inc. resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling a meeting of the stockholders of said corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:
Resolved, that the Certificate of Incorporation of this corporation be amended by changing the Article thereof numbered "First" so that, as amended, said Article shall be and read as follows:
"The name of the corporation shall be:
Sysco Food Services of Hampton Roads, Inc."
- **Second:** That thereafter, pursuant to resolution of its Board of Directors, a special meeting of the stockholders of said corporation was duly called and held, upon notice in accordance with Section 222 of the General Corporation Law of the State of Delaware at which meeting the necessary number of shares as required by statute were voted in favor of the amendment.
- **Third:** That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.
- **Fourth:** That the capital of said corporation shall not be reduced under or by reason of said amendment.

BY: Paul H. Stanford
(Authorized Officer)

NAME: Paul H. Stanford
(Type or Print)
Assistant Secretary

*State of Delaware**Office of the Secretary of State* PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "DOUGHTIE'S SYSCO FOOD SERVICES, INC.", CHANGING ITS NAME FROM "DOUGHTIE'S SYSCO FOOD SERVICES, INC." TO "SYSCO FOOD SERVICES OF HAMPTON ROADS, INC.", FILED IN THIS OFFICE ON THE SEVENTH DAY OF MARCH, A.D. 2001, AT 9 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3035162 8100

AUTHENTICATION: 1010633

010115066

DATE: 03-08-01



SYSCO[®]

FOOD SERVICES OF HAMPTON ROADS, INC.

America's Leading Marketer of Quality Assured Foodservice Products

May 29, 2001

Sharon Piecyk
Contract Officer
Defense Supply Center Philadelphia
700 Robbins Avenue
Philadelphia, PA 19111

RE: Contract SPO300-00-D-2990

Dear Ms. Piecyk:

This letter will serve as official notice that Doughtie's SYSCO Food Services, Inc. has changed its name to SYSCO Food Services of Hampton Roads, Inc. We will change the name on our invoices effective June 11, 2001. We have also moved to our new facility at 7000 Harbour View Blvd. Suffolk, VA 23435. I have attached a copy of a letter from SYSCO Corporation's Legal Department to the United States Corporation Company regarding the name change. Please feel free to contact me at 757-673-4058 should you have any questions.

Sincerely,

Michael S. LaRock
Vice President of Finance & CFO
SYSCO Food Services of Hampton Roads, Inc.

Cc: Wayne Livesay



March 6, 2001

VIA FEDERAL EXPRESS

Belinda Antu
CSC The United States Corporation Company
800 Brazos, Suite 750
Austin, TX 78701

Re: Doughtie's Sysco Food Services, Inc. - Change of Name
Sysco Food Services of Las Vegas, Inc. - Qualification in Nevada

Dear Belinda:

Enclosed please find the following forms executed and ready for filing to change the name of Doughtie's Sysco Food Services, Inc. to Sysco Food Services of Hampton Roads, Inc.:

1. Delaware - Certificate of Amendment of Certificate of Incorporation.
2. Maryland - Articles of Amendment.
3. North Carolina - Application for Amended Certificate of Authority.
4. Virginia - Application for an Amended Certificate of Authority to Transact Business in Virginia.

With respect to Sysco Food Services of Las Vegas, Inc., also enclosed for filing is a Qualification to do Business in Nevada.

Thank you for your assistance with these filings. Should you have any questions, please call me (281) 584-1490.

Very truly yours,

Paul H. Stanford
Legal Assistant

Enclosures

cc: Michael LaRock - Doughtie's (w/o encl., via Fax 757-393-6283)
Michael C. Nichols (w/o encl.)
Kent R. Berke (w/o encl.)
Aaron Katz (w/o encl.)
Linda Deleon (w/o encl.)
Ginger Barnwell (w/o encl.)