

**STATEMENT OF CANCELLATION OF TREASURY STOCK
BY A & R SUPER MARKETS, INC.**

This statement is issued in conformity with Section 10A-2-6.32 of the Code of Alabama.

1. Name of the Corporation:

A & R Super Markets, Inc

2. Number of shares and class of stock canceled:

4,410 shares of the Corporation's \$1.00 Common Stock

3. Aggregate shares issued before and after the cancellation

- a. Prior to the cancellation, the Corporation had the following shares of \$1.00 Common stock, there being only one class of stock:

Authorized and issued 10,000 shares

Owned by the corporate treasury 4,410 shares

Outstanding 5,590 shares

- b. Following the cancellation, the Corporation will have the following:

Authorized: 10,000 shares

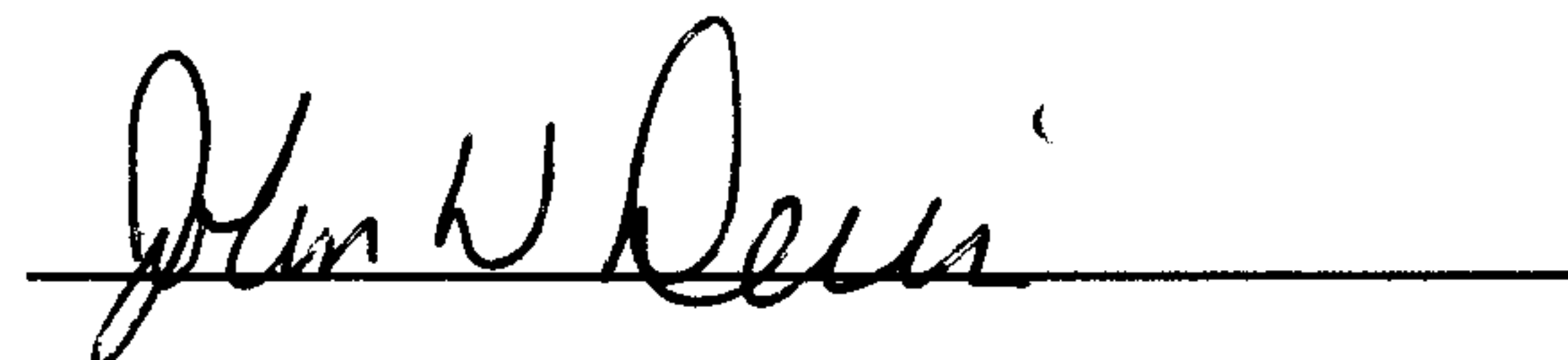
Authorized but unissued: 4,410 shares

Issued and outstanding: 5,590 shares

- c. In accordance with Section 10A-2-6.32(4), the canceled shares have been returned to authorized but unissued status.

This statement was adopted unanimously by the Board of Directors on July 11, 2012.

This form was prepared by:
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John W. Davis, Secretary