

No. 82345	Idaho Corporation Annual Report Form	2. Registered Agent and Office NOT A P.O. BOX
Return To	Due No Later Than November 30, 1995	UNITED STATES CORPORATION CO 200 N 23RD ST
Secretary of State 700 W Jefferson P.O. Box 83720 Boise, ID 83720-0080 * FIRST NOTICE * NO FEE REQUIRED	1. Mailing Address -- Please Correct If Not Correct SAFeway INC. TAX DEPARTMENT 4TH & JACKSON STREETS OAKLAND CA 94660	BOISE ID 83701 3. Incorporated Under The Laws of DE NO: 82345

4. Names and Addresses of Officers and Directors

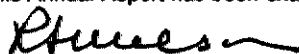
	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Postal Code</u>
President:	Steven A. Burd	201 4th Street	Oakland	CA	94660
Secretary:	Michael C. Ross	201 4th Street	Oakland	CA	94660
Directors:	Steven A. Burd	201 4th Street	Oakland	CA	94660
	George R. Roberts	2800 Sand Hill Road	Menlo Park	CA	94025
	James H. Greene, Jr.	2800 Sand Hill Road	Menlo Park	CA	94025
	Robert I. MacDonnell	2800 Sand Hill Road	Menlo Park	CA	94025
	Michael T. Tokarz	9 West 57th Street	New York	NY	10019
	Henry R. Kravis	9 West 57th Street	New York	NY	10019
	Sam Ginn	130 Kearny Street	San Francisco	CA	94108
	Paul Hazen	420 Montgomery Street	San Francisco	CA	94163

5. Nature of Business

Retail Grocery Chain

6. I certify that this Annual Report has been examined by me and is to the best of my knowledge true, correct and complete.

Signature



Date 11/15/95

Name (Typed or Printed)

Richard A. Wilson

Title Vice President