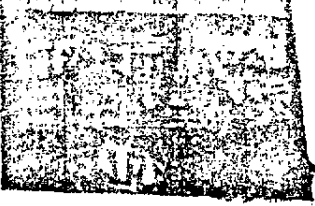


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Annual Report
Filed 7-24-39

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ENTERED

No. P. 4516-A

Date Rec. 1938

CORPORATION REPORT AND
TAX RETURN OF

Sears, Roebuck
and Co

Filed in the office of the Secretary of State
of the State of Florida, this _____
day of _____

A. D. 1938

H. W. Jones
Secretary of State

Form 207-E—For Foreign Corporations

Corporation Report and Tax Returns to the Secretary of State of Florida

Date Rec. Feb 24 1939
Amt. Rec. 607.19
Amt. of Tax _____

As required by Senate Bill No. 734, Laws of Florida, 1931

HON. R. A. GRAY, Secretary of State,
Tallahassee, Florida.

Amt. Rec. 607.19
Amt. of Tax 500.00
Refund 207.19 Mar 1939

SIR:

In compliance with the law above referred to we submit below information called for,
and enclose remittance for \$ 500.00 to pay the tax imposed by said law.

(1) That Sears, Roebuck and Co. _____ a corporation
(Give correct name of corporation)

is duly organized and existing under the laws of the State of New York

with its principal place of business at Chicago, Illinois _____ County

insert to whom receipt is to be mailed Sears, Roebuck and Co. - Dept. 568

of Chicago, Illinois _____ has designated and established 508 Consolidated Bldg.

City of Jacksonville _____ County of Duval _____ State of

Florida, as its place of business or domicile for the service of process within the State, and has

named and does hereby name as its agent: The Corporation Company

OFFICERS:

| | | |
|---------------|----------------------|---|
| President | Thomas J. Caffery | Sears, Roebuck and Co., Chicago, Illinois |
| Vice Pres. | Donald M. Nelson | " " " " " " |
| " " | Theodore V. Houser | " " " " " " |
| " " | Gordon B. Hattersley | " " " " " " |
| Treasurer | James M. Barker | " " " " " " |
| Secretary | Fowler L. McDonnell | " " " " " " |
| Ass't. Sec. | Charles W. Terry | " " " " " " |
| Ass't. Treas. | Ray S. Williams | " " " " " " |

DIRECTORS:

| | | |
|----------|----------------------|---|
| Chairman | ROBERT E. ROSS | Sears, Roebuck and Co., Chicago, Illinois |
| Director | James M. Barker | " " " " " " |
| " | Arthur J. Benson | " " " " " " |
| " | Thomas J. Caffery | " " " " " " |
| " | H. Wendell Whitcott | " " " " " " |
| " | John M. Hancock | " " " " " " |
| " | Gordon B. Hattersley | " " " " " " |
| " | Theodore V. Houser | " " " " " " |
| " | Fowler L. McDonnell | " " " " " " |
| " | Donald M. Nelson | " " " " " " |
| " | Paul J. Pollock | " " " " " " |
| " | Charles W. Terry | " " " " " " |
| " | Ray S. Williams | " " " " " " |
| " | William H. Hill | " " " " " " |
| " | George W. ... | " " " " " " |
| " | ... | " " " " " " |

(4) General nature of main business engaged in: Retail Mercantile

Corporation Report and Tax Returns

to the
Secretary of State of Florida

As required by Senate Bill No. 734, Laws of Florida, 1931

HON. R. A. GRAY, Secretary of State,
Tallahassee, Florida.

SIR:

In compliance with the law above referred to we submit below information called for,
and enclose remittance for \$ 500.00 to pay the tax imposed by said law.

(1) That Sears, Roebuck and Co. a corporation
(Give correct name of corporation)

duly organized and existing under the laws of the State of New York
with its principal place of business at Chicago, Illinois Cook County

Insert to whom receipt is to be mailed Sears, Roebuck and Co. - Dept. 568
of Chicago, Illinois, has designated and established 508 Consolidated Bldg.
(Street or Building)

City of Jacksonville, County of Duval, State of
Florida, as its place of business or domicile for the service of process within the State, and has
named and does hereby name as its agent: The Corporation Company

OFFICERS:

| | | |
|---------------|----------------------|---|
| President | Thomas J. Carney | % Sears, Roebuck and Co., Chicago, Illinois |
| Vice Pres. | Donald M. Nelson | " " " " " " |
| " | Theodore V. Houser | " " " " " " |
| " | Gordon B. Hattersley | " " " " " " |
| Treasurer | James M. Barker | " " " " " " |
| Secretary | Fowler B. McConnell | " " " " " " |
| Ass't. Sec. | Charles E. Hurm | " " " " " " |
| Ass't. Treas. | Guy S. Williams | " " " " " " |

DIRECTORS:

| | | |
|----------|----------------------|---|
| Chairman | ROBERT E. WOOD | % Sears, Roebuck and Co., Chicago, Illinois |
| Director | James M. Barker | " " " " " " |
| " | Arthur S. Barrows | " " " " " " |
| " | Thomas J. Carney | " " " " " " |
| " | H. Wendell Endicott | " " " " " " |
| " | John M. Hancock | " " " " " " |
| " | Gordon B. Hattersley | " " " " " " |
| " | Theodore V. Houser | " " " " " " |
| " | Fowler B. McConnell | " " " " " " |
| " | Donald M. Nelson | " " " " " " |
| " | Earl J. Pollock | " " " " " " |
| " | Charles B. Roberts | " " " " " " |
| " | Julius Rosenwald II | " " " " " " |
| " | Elgar B. Stern | " " " " " " |
| " | Charles A. Walter | " " " " " " |
| " | Sidney J. Weinstock | " " " " " " |

(4) General nature of main business engaged in Retail Merchandising

Date Rec. Mar 24 1939

Amt. Rec. 607.19

Amt. of Tax _____

Amt. Rec. 607.19
Amt. of Tax 5.00

Return 07/19 Ch. No. 18740

Date of last meeting of Board of Directors: April 25, 1939

Is Corporation active? Yes If inactive, state how long _____

Is the purpose of the Corporation to begin operation in the future? _____

CAPITAL STOCK STATEMENT

(6) Total authorized capital stock of said corporation is as follows:

_____ shares of the par value of _____ each

6,000,000 shares of no par value.

Issued and outstanding:

_____ shares of the par value of _____ each.

5,589,000 shares of no par value issued at 331.31 per share.

Total issued amounts to _____ \$ 1,74,963,417.55

(7) Number of States doing business in 47

(8) Amount of capital stock allocated for use in the State of Florida \$ 592,571.54

Note:—In the case of no par value shares, a financial statement may be submitted to show the actual value, and this will be the basis of the taxation; or the corporation may elect to value such shares at \$100.00 per share.

ALLOCATIONS OF CAPITAL—The method of allocating the portion of the capital stock to be employed in Florida for purposes of taxation under this law may be either (a) the proportion of assets in Florida to total assets of the corporation, or (b) the proportion of the total business in Florida to the total business of the corporation

Only one report is necessary where more than one years tax is paid at the time of filing.

Taxes as per schedule \$ 500.00

(9) We, the undersigned, certify the above statement of facts to be true and correct as shown by our books.

(SEAL)

[Signature] Ass't. Treas.
By President or Vice-President 97

ATTEST:

[Signature]
Ass't. Secretary.

STATE OF ILLINOIS
COUNTY OF COOK

Personally appeared before me G. S. Williams, Assistant Treasurer of
Sears, Roebuck and Co.

who deposes and says that he executed this certificate for and in behalf of said corporation, and that the statement therein contained is true and correct to the best of his knowledge and belief.

Sworn to and subscribed before me this 21st day of July, 1939

(SEAL)

[Signature]
Notary Public

SEARS, ROEBUCK AND CO.

BALANCE SHEET

January 31, 1932

ASSETS

FIXED ASSETS:

Real Estate, Buildings, Fixtures, Machinery, etc. 134,801,272.77

Investments:

Capital Stock of Other Corporations 12,878,877.73

CURRENT ASSETS:

Inventories 146,260,117.60
Accounts Receivable 22,951,606.12
Cash 21,312,721.42 193,413,743.26

Deferred Assets

2,273,625.14

TOTAL ASSETS:

343,367,784.20

LIABILITIES AND CAPITAL

CURRENT LIABILITIES:

Accounts and Notes Payable 17,221,219.80
Accrued Taxes 13,436,686.12 30,657,905.92

Reserve for Depreciation

51,405,926.97

Other Reserves

19,320,186.26

Common Capital Stock

Authorized 6,000,000 Shares of No Par Value

Outstanding 5,588,030 " " " " 174,963,417.65

Surplus

67,020,348.10

TOTAL LIABILITIES AND CAPITAL:

343,367,784.20

Section 12. In the event the shares of stock of any such corporation should be no par value, then for the purposes of this Act each share shall be deemed or presumed to have value of at least \$100.00 per share, which presumption may be overcome by actual value submitted to the Secretary of State. For the purposes of this Act the Secretary of State is hereby authorized to make such investigation as he may consider necessary and to increase or decrease the value of no-par value stock as he may determine to be correct from the proof submitted

Section 4. The Secretary of State shall cause a notice of the requirement of this Act to be mailed to the last known address of every corporation doing business in the

Approved May 23, 1931.