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Annual Report
Filed 6-29-79

5 pgs.

THE FILING FEE FOR THE 1979 ANNUAL REPORT IS \$10.

CORPORATION ANNUAL REPORT  1979 <small>THIS REPORT MUST BE ACCOMPANIED BY A \$10 FEE</small>	<small>STATE OF FLORIDA DEPARTMENT OF STATE DIVISION OF CORPORATIONS</small>	<small>DO NOT WRITE IN THIS SPACE</small> APPROVED SNC FILED Jun 29 8 05 AM 1979 <small>FLORIDA OFFICIAL STATE CORPORATIONS DIVISION TALLAHASSEE, FLORIDA</small>
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← READ NOTICE AND INSTRUCTIONS ON OTHER SIDE BEFORE PROCEEDING →

1. Name and Address of Corporation Principal Office <input type="checkbox"/> 804516 SEARS ROEBUCK AND CO 3 TAX DEPT SEARS TOWER CHICAGO 7 ILLINOIS 60684	2. Enter Change of Address of Corporation Principal Office, P.O. Box Number Alone is NOT Sufficient Street Address _____ P.O. Box No. _____ City _____ State _____ Zip Code _____
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If above address is incorrect in any way, enter the correct address in Item 2. Include Zip Code.

3. Date Incorporated or Qualified To Do Business in Florida 2/01/1936	4. Federal Employer Identification Number (FEIN) 36-1750680	5. Date of Last Report 1978
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6. Names and Street Addresses of Each Officer and Director			
Names of Officers and Directors	Title	Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)	City and State
SWIFT, A DEAN	P/D	SEARS TOWER	CHICAGO, IL
BACON, CHARLES F.	V	SEARS TOWER	CHICAGO, IL
MCCLELLAND, LLOYD S.	S/V	SEARS TOWER	CHICAGO, IL
BANZHAF, CLAYTON H.	T/V	SEARS TOWER	CHICAGO, IL
WOOD, ARTHUR	D	SEARS TOWER	CHICAGO, IL

7. Registered Agent Information	
Name CT CORPORATION SYSTEM Street Address (Do NOT Use P.O. Box Number) 100 BISCAYNE BLVD City, State and Zip Code MIAMI, FL 33132	if you wish to change Registered Agent on this form, enter all new information below Name _____ Street Address (Do NOT Use P.O. Box Number) _____ City, State and Zip Code _____

8. IMPORTANT - THIS SECTION MUST BE COMPLETED IF THE CORPORATION ANTICIPATES AN INCREASE IN THE AUTHORIZED NUMBER OF SHARES SINCE THE LAST ANNUAL REPORT? YES <input type="checkbox"/> NO <input checked="" type="checkbox"/>	9. IMPORTANT - THIS SECTION MUST BE COMPLETED IF THE CORPORATION HAS HAD AN AMENDMENT TO ITS CHARTERS FILED WITH THIS OFFICE? YES <input type="checkbox"/> NO <input checked="" type="checkbox"/>
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10. See signature restrictions under instructions on reverse side of this form.

I Certify That I Am An Officer of the Corporation, the Receiver or Trustee Empowered to Execute This Report as Required by Chapter 687 F.S. I further Certify That I Understand My Signature On This Report Shall Have the Same Legal Effects As If Made Under Oath.

Typed Name of Signing Officer Raymond P. Bilger	Title Vice-President	Telephone Number _____
Signature 	Date June 18, 1979	

NOTE: THE FILING FEE FOR THE 1979 ANNUAL REPORT IS \$10.
 804516 06-28-79 27 783-10.00

D-1049

SEARS, ROEBUCK AND CO.

June 1, 1979

OFFICERS:

<u>Business Address</u>	<u>Residence Address</u>
*Edward R. Telling, Chairman of the Board Sears Tower, Chicago, IL 60684	1658 E. Mission Hills Road Northbrook, IL 60062
*A. Dean Swift, <u>President</u> Sears Tower, Chicago, IL 60684	21 S. Ahwahnee Road Lake Forest, IL 60045
Charles F. Bacon, <u>Vice President</u> Sears Tower, Chicago, IL 60684	3851 N. Mission Hills Rd. 405-D Northbrook, IL 60062
Clayton M. Benschaf, <u>Vice President & Treasurer</u> Sears Tower, Chicago, IL 60684	1130 Lake Shore Dr., Apt. 7E Chicago, IL 60611
Raymond P. Bilger, <u>Vice President</u> Sears Tower, Chicago, IL 60684	6 Oak Brook Club Drive, Apt. K-201 Oak Brook, IL 60521
*Edward A. Brennan, <u>Executive Vice President</u> 675 Ponce de Leon Ave., N.E., Atlanta, GA 30395	9995 Huntcliff Trace Atlanta, GA 30338
John Easter, <u>Vice President</u> Sears Tower, Chicago, IL 60684	501 N. Malden La Grange Park, IL 60525
Joseph K. Fisher, <u>Vice President</u> Sears Tower, Chicago, IL 60684	787 Euclid Avenue Elmhurst, IL 60126
John F. Gallagher, <u>Vice President</u> Sears Tower, Chicago, IL 60684	3801 N. Mission Hills Rd. Northbrook, IL 60062
Alfred G. Goldstein, <u>Vice President</u> 1633 Broadway, New York, NY 10019	15 Scarsdale Farm Road Scarsdale, NY 10583
Vincent J. Graham, <u>Vice President</u> Sears Tower, Chicago, IL 60684	6243 N. Knox Ave. Chicago, IL 60646
Charles W. Harper, <u>Vice President</u> Sears Tower, Chicago, IL 60684	1406 Oak Avenue Evanston, IL 60201
W. Clayton Hicks, <u>Vice President & Comptroller</u> Sears Tower, Chicago, IL 60684	3 NO 51 Fair Oaks Road West Chicago, IL 60185
Wayne T. Holsinger, <u>Vice President</u> Sears Tower, Chicago, IL 60684	9 Hunt Club Lane Oak Brook, IL 60521
Garland K. Ingraham, <u>Vice President</u> Sears Tower, Chicago, IL 60684	2237 Ridge Avenue Evanston, IL 60201
Leslie J. Johnson, <u>Vice President</u> Sears Tower, Chicago, IL 60684	9 Court of Natchez Lincolnshire, IL 60015
*Richard M. Jones, <u>Executive Vice President</u> 555 E. Lancaster Ave., St. Davids, PA 19087	916 Stony Lane Gladwyne, PA 19035
John B. Kelly, Jr., <u>Vice President</u> Sears Tower, Chicago, IL 60684	121 Timber View Drive Oak Brook, IL 60521
*Jack F. Kincannon, <u>Senior Vice President</u> Sears Tower, Chicago, IL 60684	1000 North Lake Shore Plaza, Apt. 30-C Chicago, IL 60611
Philip M. Knox, Jr., <u>Vice President</u> 1211 Connecticut Ave., N.W. Suite 802 Washington, D.C. 20036	5055 Kingle St., N.W. Washington, D.C. 20016
James L. Krum, <u>Vice President</u> Sears Tower, Chicago, IL 60684	511 East Third Hinsdale, IL 60521
*William C. Lochmoeller, <u>Executive Vice President</u> 1000 Bellaview St., Dallas, TX 75295	3601 Turtle Creek Blvd., Apt. 704 Dallas, TX 75219

OFFICERS:
(Continued)

Business Address

Residence Address

*John G. Lowe, Executive Vice President
7447 Skokie Blvd., Skokie, IL 60077
Lloyd S. McClelland, Vice President & Secretary
Sears Tower, Chicago, IL 60684
*Charles A. Meyer, Senior Vice President
Sears Tower, Chicago, IL 60684
Mumford Miller, Vice President
Sears Tower, Chicago, IL 60684
*Joseph T. Moran, Jr., Senior Exec. Vice President
Sears Tower, Chicago, IL 60684
John K. Parsons, Vice President
2 N. LaSalle, Chicago, IL 60602
Philip J. Purcell, Vice President
Sears Tower, Chicago, IL 60684
Warren G. Skoning, Vice President
Sears Tower, Chicago, IL 60684
*Henry D. Sunderland, Executive Vice President
900 S. Fremont Ave., Alhambra, CA 91802
Robert R. Thompson, Vice President
Sears Tower, Chicago, IL 60684
Robert P. Tibor, Vice President
Sears Tower, Chicago, IL 60684
George F. Tidmarsh, Vice President
Sears Tower, Chicago, IL 60684
John F. Waddle, Vice President
Sears Tower, Chicago, IL 60684
*Thomas F. Wands, Senior Vice President
Sears Tower, Chicago, IL 60684
Linden E. Wheeler, Vice President
Sears Tower, Chicago, IL 60684
Robert E. Wood II, Vice President
Sears Tower, Chicago, IL 60684
*Charles C. Wurstedt, Senior Exec. Vice President
Sears Tower, Chicago, IL 60684

505 N. Lake Shore Drive, Apt. 4902
Chicago, IL 60611
72 Canterbury East
Northfield, IL 60093
1320 N. Sheridan Road
Lake Forest, IL 60045
174 Cranston Court
Glen Ellyn, IL 60137
53 S. Brinker Road
Barrington Hills, IL 60010
1255 N. State Parkway
Chicago, IL 60610
1036 Seneca Road
Wilmette, IL 60091
1101 Geneva Road
St. Charles, IL 60174
1270 Mesa Road
San Marino, CA 91108
128 Briarwood Avenue
Oak Brook, IL 60521
190 Briarwood Loop
Oak Brook, IL 60521
201 Briarwood Loop
Oak Brook, IL 60521
3808 Bordeaux Drive
Northbrook, IL 60062
520 Margate Terrace
Deerfield, IL 60015
2 East Oak
Chicago, IL 60611
1430 Lake Shore Drive, Apt. 17
Chicago, IL 60610
201 N. Green Bay Road
Lake Forest, IL 60045

*Also Director of the Company

11/10/77

SEARS, ROEBUCK AND CO.
June 1, 1979

DIRECTORS:

<u>Business Address</u>	<u>Residence Address</u>
Thomas G. Ayers Commonwealth Edison Co. P.O. Box 767, Chicago, IL 60690	199 Montclair Glen Ellyn, IL 60137
William G. Bears Suite 2530, One First National Plaza Chicago, IL 60603	1630 Sheridan Road Apt. 102 Wilmette, IL 60091
Archie R. Boe Allstate Insurance Company, Allstate Plaza Northbrook, IL 60062	Water Tower Place 180 E. Pearson St. Chicago, IL 60611
*Edward A. Brennan 675 Ponce de Leon Ave. - 95 Annex Atlanta, GA 30395	9995 Huntcliff Trace Atlanta, GA 30338
Luther H. Foster Tuskegee Institute, Tuskegee Institute, AL 36088	520 Montgomery Road Tuskegee Institute, AL 36088
*Richard M. Jones 555 E. Lancaster Ave., St. Davids, PA 19087	916 Stony Lane Gladwyne, PA 19035
*Jack F. Kincannon Sears Tower, Chicago, IL 60684	1000 N. Lake Shore Plaza, Apt. 30-C Chicago, IL 60611
*William C. Lochmoeller 1000 Bellevue St., Dallas, TX 75295	3601 Turtle Creek Blvd. Apt. 706 Dallas, TX 75219
*John G. Lowe 7447 Skokie Blvd., Skokie, IL 60077	505 North Lake Shore Drive, Apt. 4902 Chicago, IL 60611
*Charles A. Meyer Sears Tower, Chicago, IL 60684	1320 N. Sheridan Road Lake Forest, IL 60045
*Joseph T. Moran, Jr. Sears Tower, Chicago, IL 60684	53 S. Brinker Road Barrington Hills, IL 60010
Norma Pace American Paper Institute, Inc. 250 Madison Ave., New York, NY 10016	Route 112 Lime Rock, CT 06039
Julius Rosenwald II P.O. Box 8873, Elkins Park, PA 19117	7910 Whitewood Road Elkins Park, PA 19117
Donald M. Rumsfeld G. D. Searle & Co., P.O. Box 1045 Skokie, IL 60076	1274 Tower Road Winnetka, IL 60093
George P. Shultz Bechtel Corporation, P.O. Box 3965 San Francisco, CA 94119	776 Dolores Street Stanford, CA 94305
William I. Spencer Citibank, N.A. 399 Park Ave., New York, NY 10043	12 Beekman Place New York, NY 10022
Edgar B. Stern, Jr. Box JJ, Aspen, CO 81611	Box JJ Aspen, CO 81611
*Henry D. Sunderland 900 South Fremont Ave., Alhambra, CA 91802	1270 Mesa Road San Marino, CA 91108
*A. Dean Swift Sears Tower, Chicago, IL 60684	21 S. Abwahnee Road Lake Forest, IL 60045
*Edward R. Telling Sears Tower, Chicago, IL 60684	1658 E. Mission Hills Road Northbrook, IL 60062
*Thomas F. Wands Sears Tower, Chicago, IL 60684	520 Margate Terrace Deerfield, IL 60015
Arthur H. Wood The Savings and Profit Sharing Fund of Sears Employee, Sears Tower, Chicago, IL 60684	1050 N. Green Bay Road Lake Forest, IL 60045
*Charles C. Wurmstedt Sears Tower, Chicago, IL 60684	201 N. Green Bay Road Lake Forest, IL 60045
*Also Officer of the Company	