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Annual Report

Filed 7-26-64

4pgs.

**Corporation Report and Tax Return
for Foreign and Domestic Corporations**
State of Florida
Secretary of State
Tallahassee, Florida

1st Copy

Refer to This Number
in All Correspondence

This return is due
on July 1

FR-11-1-884315

1964
DELINQUENT
AFTER 30 DAYS

4516-111

BEARS ROEBUCK AND CO
TAX DEPT
225 S WOLLA AVE
CHICAGO 7 ILLINOIS

1. BEARS, ROEBUCK AND CO.
(Give exact name of corporation) (General nature of business)
2. (General nature of business)

3. 225 So. WOLLA AVE., CHICAGO, ILLINOIS 60607
(Street or Post Office Box of principal place of business) (City) (County) (State)

4. (Office Name) (Address)

5. (Directors - Name) (Law requires at least (3) three) (Address)
See Attached Schedule

6. The Corporation Company, Florida Title Bldg., 110 W. Forsyth St., Jacksonville, Florida 32202
(Resident Agent Name) (Address)

I hereby acknowledge acceptance of the appointment as resident agent upon whom service of process may be made. See Separate Acceptance File
(Signature of resident agent)

7. Last meeting of Directors May 18, 1964 8. Corporation Active? Yes 9. Inactivity began (Month - Day - Year)
(Month - Day - Year) (Yes or No) (Month - Day - Year)

10. If inactive, will corporation begin business in the future? (Yes or No) 11. Date Incorporated June 20, 1942 12. Date Qualified in Fla. Feb 1, 1936
(Month - Day - Year) (Month - Day - Year) (Month - Day - Year)

13. Total Authorized Capital Stock:
(a) 1,000,000 \$ 3.00 (Total value) 227,750,244.00
(b) (Total value)
(c) (Total value)
(d) Total (a) + (b) + (c) \$ 227,750,244.00

14. Outstanding Capital Stock:
(a) 75,925,742 \$ 3.00 (Total value)
(b) (Total value)
(c) (Total value)
(d) Total (a) + (b) + (c) \$ 227,750,244.00

15. If foreign corporation, give amount of capital employed in Florida. \$ 3,483,930.10 16. If foreign corporation, give the number of States in which you do business. 30

17. Amount of tax remitted with this return \$ 2,000.00 18. We, the undersigned, certify the above statement of facts to be true and correct as shown by our books.

Attest: *[Signature]*
Secretary

STATE OF ILLINOIS
COUNTY OF Cook
Personally appeared before me *[Signature]* and *[Signature]*
who deposes and says that he executed this certificate for and in behalf of said corporation and that the statement herein contained is true and correct to the best of his knowledge and belief.

Sworn to and subscribed before me this 21st day of July 1964.
[Signature]
Signature of Notary taking acknowledgment

(Notary Seal)
Send Original and 1st COPY TO FLORIDA REVENUE COMMISSION, TALLAHASSEE, FLORIDA. 1st COPY
(SEE INSTRUCTIONS ON BACK OF LAST COPY)

SEARS, ROEBUCK AND CO.
May 18, 1964

DIRECTORS:

<u>Business Address</u>	<u>Residence Address</u>
Crowdus Baker *	2298 Drury Lane, Northfield, Ill. 60064
925 S. Homan Ave., Chicago, Ill. 60607	
James M. Barker	1430 Lake Shore Drive, Chicago, Ill. 60610
c/o Allstate Insurance Company	
7447 Skokie Blvd., Skokie, Ill. 60078	
Howard A. Bonthin *	103 E. Forest Ave., Wheaton, Ill. 60187
925 S. Homan Ave., Chicago, Ill. 60607	
Judson B. Branch	305 Shadowood Lane, Northbrook, Ill. 60062
c/o Allstate Insurance Company	
7447 Skokie Blvd., Skokie, Ill. 60078	
Edgar G. Burton	129 Dunvegan Road, Toronto 7, Canada
c/o The Robert Simpson Company Limited	
160 Yonge St., Toronto 1, Canada	
Austin T. Cushman *	1440 Lake Shore Drive, Chicago, Ill. 60610
925 S. Homan Ave., Chicago, Ill. 60607	
John D. deButts	1200 Whitebridge Hill, Winnetka, Ill. 60093
c/o Illinois Bell Telephone Company	
312 Washington St., Chicago, Ill. 60606	
Hugh K. Duffield *	1328 Colton Road, Gladwyne, Pa. 19035
4640 Roosevelt Blvd., Philadelphia, Pa. 19132	
Calvin Festress, Jr.	700 S. Ridge Road, Lake Forest, Ill. 60045
c/o Allstate Insurance Company	
7447 Skokie Blvd., Skokie, Ill. 60078	
Claire Giannini Hoffman, Mrs.	20 El Cerrito Ave., San Mateo, Calif. 94402
300 Montgomery St., Suite 523	
San Francisco, Calif. 94104	
Charles H. Kellstadt	5555 Sheridan Road, Chicago, Ill. 60640
925 S. Homan Ave., Chicago, Ill. 60607	
Homer J. Livingston	1425 Ashland Ave., River Forest, Ill. 60305
c/o The First National Bank of Chicago	
36 S. Dearborn St., Chicago, Ill. 60680	
Gordon M. Metcalf *	2 Turvey Lane, Downers Grove, Ill. 60515
8 E. Congress Pkwy., Chicago, Ill. 60605	
Charles A. Meye *	10243 Gaywood Road, Dallas, Texas 75229
1409 S. Lamar St., Dallas, Texas 75202	
J. Roscoe Miller	2870 Sheridan Place, Evanston, Ill. 60201
c/o Northwestern University	
619 Clark St., Evanston, Ill. 60201	
Lucien E. Oliver *	2222 Mt. Paran Road, N.W., Atlanta, Ga. 30327
675 Ponce de Leon Ave., N.E., Atlanta, Ga. 30308	
Julius Rosenwald II	7910 Whitewood Road, Elkins Park, Pa. 19117
P.O. Box 8873, Elkins Park, Pa. 19117	
Edgar B. Stern, Jr.	6 Garden Lane, New Orleans, La. 70134
521 Royal Street, New Orleans, La. 70130	
George H. Struthers *	325 Pebblesbrook Road, Northbrook, Ill. 60062
925 S. Homan Ave., Chicago, Ill. 60607	
Richard L. Tayloe	4004 Gillon Ave., Dallas, Texas 75205
1206 Tower Petroleum Bldg., Dallas, Texas 75201	
W. Wallace Tudor *	238 Forest Ave., Oak Park, Ill. 60302
925 S. Homan Ave., Chicago, Ill. 60607	
J. Huber Vetenhall	Westchester Country Club, Rye, New York 10580
c/o National Dairy Products Corporation	
260 Madison Ave., New York, N.Y. 10016	
Arthur H. Wood *	804 Oxford Road, San Marion, Calif. 91108
2650 E. Olympic Blvd., Los Angeles, Calif. 90054	
Robert E. Wood	464 Mayflower Road, Lake Forest, Ill. 60045
925 S. Homan Ave., Chicago, Ill. 60607	
* Also officer of the Company.	

SEARS, ROEBUCK AND CO.
May 18, 1964

OFFICERS:

<u>Business Address</u>	<u>Residence Address</u>
Austin T. Cushman, Chairman of the Board * 925 S. Homan Ave., Chicago, Ill. 60607	1440 Lake Shore Drive, Chicago, Ill. 60610
Crowdus Baker, President * 925 S. Homan Ave., Chicago, Ill. 60607	2198 Drury Lane, Northfield, Ill. 60094
Howard A. Benthin, Vice President and Comptroller * 925 S. Homan Ave., Chicago, Ill. 60607	103 E. Forest Ave., Wheaton, Ill. 60187
Lawrence L. O'Connor, Vice President and Secretary 925 S. Homan Ave., Chicago, Ill. 60607	2400 Lakeview Ave., Chicago, Ill. 60614
Henry Williams, Vice President and Treasurer 925 S. Homan Ave., Chicago, Ill. 60607	735 Ardsley Road, Winnetka, Ill. 60093
Alfred I. Davies, Vice President 925 S. Homan Ave., Chicago, Ill. 60607	464 Sunset Road, Winnetka, Ill. 60093
Hugh K. Duffield, Vice President * 4640 Roosevelt Blvd., Philadelphia, Pa. 19132	1326 Colton Road, Gladwyne, Pa. 19035
John F. Callagher, Vice President 925 S. Homan Ave., Chicago, Ill. 60607	841 Apple Tree Lane, Glenview, Ill. 60028
James T. Griffin, Vice President 925 S. Homan Ave., Chicago, Ill. 60607	1120 Lake Shore Drive, Chicago, Ill. 60611
Gordon M. Metcalf, Vice President * 8 E. Congress Parkway, Chicago, Ill. 60606	2 Turvey Lane, Downers Grove, Ill. 60515
Charles A. Meyer, Vice President * 1409 S. Lamar St., Dallas, Texas 75202	10243 Gaywood Road, Dallas, Texas 75229
Lucien E. Oliver, Vice President * 675 Ponce de Leon Ave., N.E. Atlanta, Ga., 30308	2222 Mt. Paran Road, N.W., Atlanta, Ga. 30327
George H. Struthers, Vice President * 925 S. Homan Ave., Chicago, Ill. 60607	325 Pebblebrook Road, Northbrook, Ill. 60062
W. Wallace Tudor, Vice President * 925 S. Homan Ave., Chicago, Ill. 60607	238 Forest Avenue, Oak Park, Ill. 60308
Arthur K. Walton, Vice President 925 S. Homan Ave., Chicago, Ill. 60607	417 S. Prospect St., Elmhurst, Ill. 60126
Linden K. Wheeler, Vice President 925 S. Homan Ave., Chicago, Ill. 60607	858 Fair Oaks, Deerfield, Ill. 60015
Arthur M. Wood, Vice President * 2650 E. Olympic Blvd. Los Angeles, Calif. 90054	804 Oxford Road, San Marino, Calif. 91108

* Also director of the Company.