

**FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00**

**PROFIT CORPORATION ANNUAL REPORT 1998**



FLORIDA DEPARTMENT OF STATE  
**Sandra B. Mortham**  
 Secretary of State  
 DIVISION OF CORPORATIONS

**FILED**

**98 MAY 1 PM 2:11**

SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

**DOCUMENT # 817597 (8)**

1. Corporation Name  
**GENESCO, INC.**



DO NOT WRITE IN THIS SPACE

Principal Place of Business  
**1415 MURFREESBORO ROAD  
 NASHVILLE TN 37217**

Mailing Address  
**P O BOX 17  
 SUITE 212  
 NASHVILLE TN 37202  
 US**

3. Date Incorporated or Qualified  
**01/03/1964**

4. FEI Number  
**62-0211340**

5. Certificate of Status Desired  **\$8.75 Additional Fee Required**

6. Election Campaign Financing Trust Fund Contribution  **\$5.00 May Be Added to Fees**

8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30.  Yes  No

2. Principal Place of Business  
 21 Suite, Apt. #, etc.  
 22 City & State  
 23 Zip Country  
 24 25

2a. Mailing Address  
 26 Suite, Apt. #, etc.  
 27 City & State  
 28 Zip Country  
 29 30

9. Name and Address of Current Registered Agent  
**CT CORPORATION SYSTEM  
 1200 S. PINE ISLAND ROAD  
 PLANTATION FL 33324**

10. Name and Address of New Registered Agent  
 81 Name  
**Corporation Service Company**  
 82 Street Address (P.O. Box Number is Not Acceptable)  
**1201 Hays Street**  
 83  
 84 City  
**Tallahassee FL 85 Zip Code  
 32301-2525**

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE *Deborah A. Skipper* *As agent* **5-12-98**  
Signature typed or printed name of registered agent and the applicable (NOTE: Registered Agent signature required when reinstating) DATE

12. OFFICERS AND DIRECTORS

TITLE	<b>SVP</b>	<input type="checkbox"/> DELETE
NAME	<b>GULMI, JAMES S</b>	
STREET ADDRESS	<b>1415 MURFREESBORO RD</b>	
CITY-ST-ZIP	<b>NASHVILLE TN</b>	
TITLE	<b>D</b>	<input type="checkbox"/> DELETE
NAME	<b>GARBER, HARRY D.</b>	
STREET ADDRESS	<b>78 MULBERRY AVE</b>	
CITY-ST-ZIP	<b>GARDEN CITY NY</b>	
TITLE	<b>P</b>	<input type="checkbox"/> DELETE
NAME	<b>HARRIS, BEN T</b>	
STREET ADDRESS	<b>1415 MURFREESBORO ROAD</b>	
CITY-ST-ZIP	<b>NASHVILLE TN</b>	
TITLE	<b>S</b>	<input type="checkbox"/> DELETE
NAME	<b>SISSON, ROGER G</b>	
STREET ADDRESS	<b>1415 MURFREESBORO RD</b>	
CITY-ST-ZIP	<b>NASHVILLE TN 37217</b>	
TITLE	<b>CAGT</b>	<input type="checkbox"/> DELETE
NAME	<b>WILLIAMS, PAUL D</b>	
STREET ADDRESS	<b>1415 MURFREESBORO RD</b>	
CITY-ST-ZIP	<b>NASHVILLE TN</b>	
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	<b>000002522450--2</b>
1.3 STREET ADDRESS	<b>-05/13/98--01110--010</b>
1.4 CITY-ST-ZIP	<b>****150.00 ****150.00</b>
2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY-ST-ZIP	
3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY-ST-ZIP	
4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	
4.3 STREET ADDRESS	
4.4 CITY-ST-ZIP	
5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY-ST-ZIP	
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	
6.3 STREET ADDRESS	
6.4 CITY-ST-ZIP	

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE *Matthew N. Johnson* **APR 23 1998** (615) 367-8311

CR2E034 (10/97)

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**GENESCO INC.**  
Officers & Directors

<b>NAME &amp; ADDRESS</b>	<b>TITLE</b>	<b>NAME &amp; ADDRESS</b>	<b>TITLE</b>
David M. Chamberlain 2770 Broadway San Francisco, CA 94115	Chairman Director	William S. Wire, II 6119 Stonehaven Drive Nashville, TN 37215	Director
Ben T. Harris 1415 Murfreesboro Road Nashville, TN 37217	President and Chief Executive Officer Director	John Diebold One East End Avenue New York, NY 10021	Director
James W. Boscamp 1415 Murfreesboro Road Nashville, TN 37217	Senior Vice President	W. Lipscomb Davis, Jr. 929 Tyne Blvd. Nashville, TN 37220	Director
Sharon L. Buck 1415 Murfreesboro Road Nashville, TN 37217	Vice President-Quality	William A. Williamson, Jr. 1623 Gilmer Avenue Montgomery, AL 36104	Director
John W. Clinard 1415 Murfreesboro Road Nashville, TN 37217	Vice President-Human Resources	Joel C. Gordon 6408 E. Valley Court Nashville, TN 37205	Director
James S. Gulmi 1415 Murfreesboro Road Nashville, TN 37217	Senior Vice President- Finance and Chief Financial Officer	Harry D. Garber 76 Mulberry Avenue Garden City, NY 11530	Director
Steven E. Little 1415 Murfreesboro Road Nashville, TN 37217	Vice President- Administration	Kathleen Mason 6 Durham Street Boston, MA 02115	Director
Fower H. Low 1415 Murfreesboro Road Nashville, TN 37217	Senior Vice President	Gary M. Witkin 1235 Hidden Valley Road Brentwood, TN 37027	Director
Roger G. Sisson 1415 Murfreesboro Road Nashville, TN 37217	Secretary and General Counsel		
Paul D. Williams 1415 Murfreesboro Road Nashville, TN 37217	Chief Accounting Officer		
Matthew N. Johnson 1415 Murfreesboro Road Nashville, TN 37217	Treasurer		