

# 2006 FOR PROFIT CORPORATION ANNUAL REPORT

**FILED**  
**Apr 24, 2006 8:00 am**  
**Secretary of State**

04-24-2006 90346 028 \*\*\*150.00

**60028973**



04182006 Chg-P CR2E034 (11/05)

<b>DOCUMENT # 817597</b> 1. Entity Name <b>GENESCO INC.</b>					
Principal Place of Business <b>1415 MURFREESBORO ROAD NASHVILLE, TN 37217</b>			Mailing Address <b>P O BOX 17 SUITE 212 NASHVILLE, TN 37202 US</b>		
2. Principal Place of Business		3. Mailing Address			
Suite, Apt. #, etc.		Suite, Apt. #, etc. <b>240</b>			
City & State		City & State		4. FEI Number <b>62-0211340</b>	
Zip		Country		5. Certificate of Status Desired <input type="checkbox"/> <b>\$8.75 Additional Fee Required</b>	
6. Name and Address of Current Registered Agent			7. Name and Address of New Registered Agent		
<b>NRAI SERVICES, INC. 2731 EXECUTIVE PARK DRIVE SUITE 4 WESTON, FL 33331</b>			Name  Street Address (P.O. Box Number is Not Acceptable)  City <span style="float: right;"><b>FL</b> Zip Code</span>		
8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent.					
SIGNATURE _____ (NOTE: Registered Agent signature required when reinstating) _____ DATE _____					
<b>FILE NOW!!! FEE IS \$150.00 After May 1, 2006 Fee will be \$550.00</b>		9. Election Campaign Financing <input type="checkbox"/> <b>\$5.00 May Be Added to Fees</b>			
10. OFFICERS AND DIRECTORS			11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11		
TITLE NAME STREET ADDRESS CITY - ST - ZIP	<b>D HARRIS, BEN T 1415 MURFREESBORO ROAD NASHVILLE, TN 37217</b> <input type="checkbox"/> Delete		TITLE NAME STREET ADDRESS CITY - ST - ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
TITLE NAME STREET ADDRESS CITY - ST - ZIP	<b>SVP GULMI, JAMES S 1415 MURFREESBORO RD NASHVILLE, TN 37217</b> <input type="checkbox"/> Delete		TITLE NAME STREET ADDRESS CITY - ST - ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
TITLE NAME STREET ADDRESS CITY - ST - ZIP	<b>T JOHNSON, MATTHEW N 1415 MURFREESBORO RD NASHVILLE, TN 37217</b> <input type="checkbox"/> Delete		TITLE NAME STREET ADDRESS CITY - ST - ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
TITLE NAME STREET ADDRESS CITY - ST - ZIP	<b>SGC SISSON, ROGER G 1415 MURFREESBORO RD NASHVILLE, TN 37217</b> <input type="checkbox"/> Delete		TITLE NAME STREET ADDRESS CITY - ST - ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
TITLE NAME STREET ADDRESS CITY - ST - ZIP	<b>CPCE PENNINGTON, HAL N 1415 MURFREESBORO ROAD NASHVILLE, TN 37217</b> <input type="checkbox"/> Delete		TITLE NAME STREET ADDRESS CITY - ST - ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
TITLE NAME STREET ADDRESS CITY - ST - ZIP	<input type="checkbox"/> Delete		TITLE NAME STREET ADDRESS CITY - ST - ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
12. I hereby certify that the information supplied with this filing does not qualify for the exemptions contained in Chapter 119, Florida Statutes. I further certify that the information indicated on this report or supplemental 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 10 or Block 11 if changed, or on an attachment with an address with all other like empowered.					
<b>SIGNATURE:</b>			<b>Matthew N. Johnson, Treasurer 4/19/06 615-367-8811</b>		
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR			Date Daytime Phone #		

# ATTACHMENT

GENESCO INC  
Officers & Directors

60028973

#817597

NAME & ADDRESS	TITLE	NAME & ADDRESS	TITLE
Hal N. Pennington 1415 Murfreesboro Road Nashville, TN 37217	Chairman, President and Chief Executive Officer Director	Ben T. Harris 7279 State Highway 973 Dunmor, KY 42339	Director
Robert J. Dennis 1415 Murfreesboro Road Nashville, TN 37217	Executive Vice President and Chief Operating Officer	James S. Beard 133 Prospect Hill Nashville, TN 37205	Director
James C. Estepa 1415 Murfreesboro Road Nashville, TN 37217	Senior Vice President	Leonard L. Berry 202 Lampwick Circle College Station, TX 77840	Director
Jonathan D. Caplan 1415 Murfreesboro Road Nashville, TN 37217	Senior Vice President	James W. Bradford 101 Savoy Circle Nashville, TN 37205	Director
James S. Gulmi 1415 Murfreesboro Road Nashville, TN 37217	Senior Vice President- Finance Chief Financial Officer	William A. Williamson, Jr. 2127 Rosemont Drive Montgomery, AL 36111	Director
Mimi Eckel Vaughn 1415 Murfreesboro Road Nashville, TN 37217	Vice President-Strategy and Business Development	Matthew C. Diamond 4 East 30th Street, Apt. 4B New York, NY 10016	Director
John W. Clinard 1415 Murfreesboro Road Nashville, TN 37217	Vice President- Administration and Human Resources	Kathleen Mason 4242 Westway Avenue Dallas, TX 75205	Director
Roger G. Sisson 1415 Murfreesboro Road Nashville, TN 37217	Vice President Secretary and General Counsel	William F. Blaufuss, Jr. 409 Sunnyside Drive Nashville, TN 37205	Director
Paul D. Williams 1415 Murfreesboro Road Nashville, TN 37217	Chief Accounting Officer	Robert V. Dale 1414 Chickering Road Nashville, TN 37215	Director
Matthew N. Johnson 1415 Murfreesboro Road Nashville, TN 37217	Treasurer	Marty G. Dickens 4410 Harding Place Nashville, TN 37205	Director