

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

**FILED**  
**May 10, 1999 8:00 am**  
**Secretary of State**

05-10-1999 90128 050 \*\*\*150.00

0550060

PROFIT CORPORATION  
 ANNUAL REPORT  
**1999**



FLORIDA DEPARTMENT OF STATE  
**Katherine Harris**  
 Secretary of State  
 DIVISION OF CORPORATIONS

**DOCUMENT # 825604**

1. Corporation Name  
**C.J. GAYFER & COMPANY, INCORPORATED**



Principal Place of Business  
**SPRINGDALE PLAZA**  
**3250 AIRPORT BLVD UNIT 6B**  
**MOBILE AL 36606**  
**US**

Mailing Address  
**% MERCANTILE STORES CO. INC**  
**9450 SEWARD RD**  
**FAIRFIELD OH 45014**

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified  
**01/15/1971**

4. FEI Number  
**63-0080060**

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 the current year Intangible Personal Property Tax.  Yes  No

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

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

9. Name and Address of Current Registered Agent  
**C T CORPORATION SYSTEM**  
**1200 SOUTH PINE ISLAND RD.**  
**PLANTATION FL 33324**

10. Name and Address of New Registered Agent  
 81 Name  
 82 Street Address (P.O. Box Number is Not Acceptable)  
 83  
 84 City **FL** 85 Zip Code

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 \_\_\_\_\_ (NOTE: Registered Agent signature required when reinstating) \_\_\_\_\_ DATE \_\_\_\_\_

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	<del>PD</del>	1.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<del>SHANNON, M G</del>	1.2 NAME	<b>SEE Attached.</b>
STREET ADDRESS	<del>SPRINGDALE PLAZA</del>	1.3 STREET ADDRESS	
CITY-ST-ZIP	<del>MOBILE AL</del>	1.4 CITY-ST-ZIP	
TITLE	<del>VP</del>	2.1 TITLE	
NAME	<del>BURNETTE, R L</del>	2.2 NAME	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
STREET ADDRESS	<del>9450 SEWARD RD</del>	2.3 STREET ADDRESS	
CITY-ST-ZIP	<del>FAIRFIELD OH</del>	2.4 CITY-ST-ZIP	
TITLE	<del>VD</del>	3.1 TITLE	
NAME	<del>MCVICKER, J.M.</del>	3.2 NAME	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
STREET ADDRESS	<del>9450 SEWARD ROAD</del>	3.3 STREET ADDRESS	
CITY-ST-ZIP	<del>FAIRFIELD OH</del>	3.4 CITY-ST-ZIP	
TITLE	<del>CD</del>	4.1 TITLE	
NAME	<del>NICHOLS, D. L</del>	4.2 NAME	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
STREET ADDRESS	<del>9450 SEWARD RD</del>	4.3 STREET ADDRESS	
CITY-ST-ZIP	<del>FAIRFIELD OH</del>	4.4 CITY-ST-ZIP	
TITLE	<del>VP</del>	5.1 TITLE	
NAME	<del>RIPLEY, L.L.</del>	5.2 NAME	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
STREET ADDRESS	<del>9450 SEWARD RD.</del>	5.3 STREET ADDRESS	
CITY-ST-ZIP	<del>FAIRFIELD OH</del>	5.4 CITY-ST-ZIP	
TITLE	<del>ST</del>	6.1 TITLE	
NAME	<del>W.A. GARR</del>	6.2 NAME	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
STREET ADDRESS	<del>9450 SEWARD ROAD</del>	6.3 STREET ADDRESS	
CITY-ST-ZIP	<del>FAIRFIELD OH</del>	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, with all other like empowered.

SIGNATURE: John Harris **FILED** **4-22-99** **501-376-5333**  
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (11/98)

825604

### DIRECTORS

825604  
~~532232-90128-5~~  
532232-90128-5

Name	Principal Occupation	Address	Date Taking Office	Date Term Expires
William Dillard, II	Pres. & Chief Oper Officer Dillard, Inc.	P.O. Box 486 Little Rock, AR 72203	8/17/98	5/15/99
Alex Dillard	Excecutive Vice Pres. Dillard, Inc.	P. O. Box 486 Little Rock, AR 72203	8/17/98	5/15/99
Paul J. Schroeder, Jr.	Vice President/Secretary Dillard, Inc.	P.O. Box 486 Little Rock, AR 72203	8/17/98	5/15/99
James I. Freeman	Senior V.Pres.,Chief Fin Off. Dillard, Inc.	P.O. Box 486 Little Rock, AR 72203	8/17/98	5/15/99

825604

### OFFICERS

825604  
532232 9012850

Name	Title	Address	Home Address	Date Taking Office	Date Term Expires	SSN#
William Dillard, II	President	1600 Cantrell Rd. Little Rock, AR 72203	6 Edgehill Road Little Rock AR 72207	8/17/98	5/15/99	448-46-2183
Alex Dillard	Vice Pres.	1600 Cantrell Rd. Little Rock, AR 72203	24 Edgehill Road Little Rock AR 72207	8/17/98	5/15/99	429-98-6250
Paul Schroeder, Jr	Vice Pres. Secretary	1600 Cantrell Rd. Little Rock, AR 72203	3 Hickory Hills Circle Little Rock, AR 72212	8/17/98	5/15/99	497-52-6389
James I. Freeman	Vice Pres. Asst. Sec.	1600 Cantrell Rd. Little Rock, AR 72203	11 Athena Court Little Rock, AR 7227	8/17/98	5/15/99	430-90-3172
James W. Cherry, Jr.	Vice Pres.	1600 Cantrell Rd. Little Rock, AR 72203	1110 Shenandoah Valley Little Rock, AR 72212	8/17/98	5/15/99	429-08-1396
Steven K. Nelson	Asst. Sec.	1600 Cantrell Rd. Little Rock, AR 72203	7 Glade Court Little Rock AR 72212	8/17/98	5/15/99	432-13-9564
John Hawkins	Vice Presi. Treas/Asst.Sec.	1600 Cantrell Rd. Little Rock, AR 72203	Rt. 3, Box 419B Little Rock, AR 72211	8/17/98	5/15/99	462-74-7946