

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

FILED

**May 13 1998 8:00am
Secretary of State**

PROFIT CORPORATION ANNUAL REPORT 1998



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

DOCUMENT # 849374 (4)
1. Corporation Name
WAL-MART STORES, INC.



Principal Place of Business: **DEPT 8013 TAX DEPARTMENT BENTONVILLE AR 72716-8013 US**
Mailing Address: **DEPT 8013 BENTONVILLE AR 72716-8013 US**

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified: **06/08/1981**
4. FEI Number: **71-0415188**
Applied For: Not Applicable
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 **24** Country **25**
2a. Mailing Address: **26** Suite, Apt. #, etc. **27** City & State **28** Zip **29** Country **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
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: **SIGNED IN ERROR** DATE: **4-20-98**
Signature: typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS		
TITLE	T	<input checked="" type="checkbox"/> DELETE
NAME	BERTSCHY TERRI L	
STREET ADDRESS	1108 SE 10TH STREET	
CITY-ST-ZIP	BENTONVILLE AR	
TITLE	V	<input type="checkbox"/> DELETE
NAME	WHITE, NICK	
STREET ADDRESS	702 SW 8TH ST	
CITY-ST-ZIP	BENTONVILLE AR	
TITLE	V	<input type="checkbox"/> DELETE
NAME	WHITE, NICK	
STREET ADDRESS	702 SW 8TH ST	
CITY-ST-ZIP	BENTONVILLE AR	
TITLE	D	<input type="checkbox"/> DELETE
NAME	SHEWMAKER, JACK	
STREET ADDRESS	702 S W 8TH STREET	
CITY-ST-ZIP	BENTONVILLE, ARK 0	
TITLE	PD	<input type="checkbox"/> DELETE
NAME	GLASS, DAVID D.	
STREET ADDRESS	702 S W 8TH STREET	
CITY-ST-ZIP	BENTONVILLE, ARK 0	
TITLE	S	<input type="checkbox"/> DELETE
NAME	RHOADS, ROBERT K.	
STREET ADDRESS	702 S W 8TH STREET	
CITY-ST-ZIP	BENTONVILLE, ARK 0	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12		
1.1 TITLE	SEE ATTACHED LIST	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME		
1.3 STREET ADDRESS		
1.4 CITY-ST-ZIP		
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.

CR2E034 (10/97)

**Wal-Mart Stores, Inc.
Officers**

Samuel M. Walton Founder	(1918-1992)
James L. Walton Co-Founder	(1921-1995)
David D. Glass President and Chief Executive Officer	702 S.W. 8th Street Bentonville, AR 72716
S. Robson Walton Chairman of the Board	702 S.W. 8th Street Bentonville, AR 72716
Donald G. Soderquist Vice Chairman and Chief Operating Officer	702 S.W. 8th Street Bentonville, AR 72716

EXECUTIVE VICE PRESIDENTS

Paul R. Carter President - Wal-Mart Realty	702 S.W. 8th Street Bentonville, AR 72716
Thomas M. Coughlin Operations	702 S.W. 8th Street Bentonville, AR 72716
David Dible Specialty Division	702 S.W. 8th Street Bentonville, AR 72716
Mark Hansen President & Chief Executive Officer-Sam's	702 S.W. 8th Street Bentonville, AR 72716
Bobby L. Martin President and Chief Executive Officer - International Div.	702 S.W. 8th Street Bentonville, AR 72716
John B. Menzer Chief Financial Officer	702 S.W. 8th Street Bentonville, AR 72716
H. Lee Scott, Jr. President & Chief Executive Officer - Wal-Mart Stores Division	702 S.W. 8th Street Bentonville, AR 72716
Bob Connolly Merchandising	702 S.W. 8th Street Bentonville, AR 72716
Nick White Supercenter Division	702 S.W. 8th Street Bentonville, AR 72716

SENIOR VICE PRESIDENTS

Michael Duke Logistics	702 S.W. 8th Street Bentonville, AR 72716
J. J. Fitzsimmons Finance	702 S.W. 8th Street Bentonville, AR 72716
Paul V. Higham Marketing & Sales Promotion	702 S.W. 8th Street Bentonville, AR 72716
Randall Mott Information Systems	702 S.W. 8th Street Bentonville, AR 72716
Coleman Peterson Human Resources	702 S.W. 8th Street Bentonville, AR 72716
Charles Rateliff Benefits Administration	702 S.W. 8th Street Bentonville, AR 72716
Robert K. Rhoads General Counsel and Secretary	702 S.W. 8th Street Bentonville, AR 72716
James A. Walker, Jr. Controller	702 S.W. 8th Street Bentonville, AR 72716

Other Officers

Jay Allen VP Corporate Affairs	702 S.W. 8th Street Bentonville, AR 72716
John Bell Distribution Personnel	702 S.W. 8th Street Bentonville, AR 72716
David Burghart Vice President-Store Planning	702 S.W. 8th Street Bentonville, AR 72716
David L. Bullington Vice President of Taxes	702 S.W. 8th Street Bentonville, AR 72716

**Wal-Mart Stores, Inc.
Directors**

Paul R. Carter
Executive Vice President -- Wal-Mart Stores, Inc.
President -- Wal-Mart Realty Company

702 S.W. 8th Street
Bentonville, AR 72716

John A. Cooper, Jr.
Chairman of the Board
Cooper Communities, Inc.

1801 Forest Hills Blvd.
Bella Vista, AR 72714

Stephen Friedman
Senior Chairman of the Board
Goldman, Sachs & Co.

702 Southwest 8th Street
Bentonville, AR. 72716

Stanley C. Gault
Retired Chairman of the Board
The Goodyear Tire & Rubber Company

702 S.W. 8th Street
Bentonville, AR 72716

David D. Glass
President and Chief Executive Officer -- Wal-Mart Stores, Inc.

702 S.W. 8th Street
Bentonville, AR 72716

Frederick S. Humphries
President
Florida A & M University

400 Lee Hall
Tallahassee, FL 32307

E. Stanley Kroenke
President
The Kroenke Group

702 S.W. 8th Street
Bentonville, AR 72716

Elizabeth A. Sanders
President
The Sanders Partnership

P.O. Box 14
12835 Sutter Creek Rd.
Sutter Creek, CA 95685

Jack Shewmaker
Retired Vice Chairman -- Wal-Mart Stores, Inc.
Consultant

P.O. Box 1476
Rt. 4, Box 313 Hwy 72 East
Bentonville, AR 72712

Donald G. Soderquist
Vice Chairman and Chief Operating Officer -- Wal-Mart Stores, Inc.

702 S.W. 8th Street
Bentonville, AR 72716

Paula Stern
President
The Stern Group, Inc.

702 S.W. 8th Street
Bentonville, AR 72716

John T. Walton
Chairman of the Board
Quantum Partners, L.L.C.

1536 Sweetwater Rd. Ste. D105
National City, CA 91950-7621

S. Robson Walton
Chairman of the Board -- Wal-Mart Stores, Inc.

702 S.W. 8th Street
Bentonville, AR 72716