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FILED
Feb 05 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # F94000000526 (3)

1. Corporation Name

CARMAX AUTO SUPERSTORES, INC.

Principal Place of Business

4212 PARK PL CT
RICHMOND VA 23060
US

Mailing Address

4212 PARK PL CT
RICHMOND VA 23060
US

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified

02/03/1994

4. FEI Number

54-0649949

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 4900 Cox Road

Suite, Apt. #, etc.

22 City & State

23 Glen Allen, VA

24 Zip

23060

Country

25 USA

2a. Mailing Address

26 9950 Mayland Drive

Suite, Apt. #, etc.

27 Tax Department

28 City & State

Richmond, VA

29 Zip

23233

Country

30 USA

9. Name and Address of Current Registered Agent

THE PRENTICE-HALL CORPORATION SYSTEM, INC.
1201 HAYS STREET
SUITE 105
TALLAHASSEE FL 32301

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

Signature, typed or printed name of registered agent and title if applicable.

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

TITLE CP ☒ DELETE

NAME SHARP, RICHARD L
STREET ADDRESS 9950 MAYLAND DR
CITY-ST-ZIP RICHMOND VA

TITLE V ☒ DELETE

NAME LIGON, W. AUSTIN
STREET ADDRESS 9950 MAYLAND DR.
CITY-ST-ZIP RICHMOND VA

TITLE V ☒ DELETE

NAME O'NEIL, MARK F
STREET ADDRESS 4212 PARK PLACE COURT
CITY-ST-ZIP GLEN ALLEN VA

TITLE VS ☒ DELETE

NAME CHALIFOUX, MICHAEL T
STREET ADDRESS 9950 MAYLAND DR
CITY-ST-ZIP RICHMOND VA

TITLE T ☒ DELETE

NAME DUNN, PHILIP J
STREET ADDRESS 9950 MAYLAND DR
CITY-ST-ZIP RICHMOND VA

TITLE ☐ DELETE

NAME
STREET ADDRESS
CITY-ST-ZIP

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE ☐ Change ☐ Addition

1.2 NAME

1.3 STREET ADDRESS

1.4 CITY-ST-ZIP

2.1 TITLE

2.2 NAME

2.3 STREET ADDRESS

2.4 CITY-ST-ZIP

3.1 TITLE

3.2 NAME

3.3 STREET ADDRESS

3.4 CITY-ST-ZIP

4.1 TITLE

4.2 NAME

4.3 STREET ADDRESS

4.4 CITY-ST-ZIP

5.1 TITLE

5.2 NAME

5.3 STREET ADDRESS

5.4 CITY-ST-ZIP

6.1 TITLE

6.2 NAME

6.3 STREET ADDRESS

6.4 CITY-ST-ZIP

See attached list

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:

Philip J. Dunn

1/22/98 (804) 527-4000

CR2E034 (10/97)

**CarMax Auto Superstores, Inc.
List of Officers**

Richard L. Sharp	✓ Chairman/CEO
W. Austin Ligon	✓ President
Keith D. Browning	VP/CFO & Assistant Secretary
Mark F. O'Neil	✓ Vice President
Tomas J. Folliard	Vice President
Michael K. Dolan	Vice President
Benjamin B. Cummings, Jr.	Vice President
R. Bruce Lucas	Vice President
Michael T. Chalifoux	✓ Vice President/Secretary
Philip J. Dunn	Treasurer/Assistant Secretary
W. Stephen Cannon	General Counsel/Assistant Secretary
Fred S. Wilson	Assistant Vice President
K. Douglas Moyers	Assistant Secretary - Real Estate
Lisa J. Baldyga	Assistant Secretary
Nancyellen Keane	Deputy General Counsel/Director of Legal Services and Asst. Secretary

Address for all of the above is:
9950 Mayland Drive, Richmond, VA 23233-1464

**CarMax Auto Superstores, Inc.
List of Directors**

Richard L. Sharp
W. Austin Ligon
Michael T. Chalifoux
Keith D. Browning
Philip J. Dunn