

**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 # F96000005048 (1)**  
 1. Corporation Name  
**SAM'S EAST, INC.**



Principal Place of Business: 702 SW 8TH STREET BENTONVILLE AS 72716  
 Mailing Address: 702 SW 8TH STREET BENTONVILLE AS 72716

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified	
21		26		09/30/1996	
22 Suite, Apt. #, etc.		27 Suite, Apt. #, etc.		4. FEI Number	
23 City & State		28 City & State		71-0794412	
24 Zip		29 Zip		Applied For	
25 Country		30 Country		Not Applicable	
				5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
				6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	
				8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

9. Name and Address of Current Registered Agent				10. Name and Address of New Registered Agent			
C T CORPORATION SYSTEM 1200 SOUTH PINE ISLAND ROAD PLANTATION FL 33324				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, 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 WITH 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				13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12			
TITLE	CEO	<input type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change	<input type="checkbox"/> Addition	SEE ATTACHED LIST	
NAME	GLASS, DAVID D		1.2 NAME				
STREET ADDRESS	702 SW 8TH STREET		1.3 STREET ADDRESS				
CITY-ST-ZIP	BENTONVILLE AS		1.4 CITY-ST-ZIP				
TITLE	V	<input type="checkbox"/> DELETE	2.1 TITLE	<input type="checkbox"/> Change	<input type="checkbox"/> Addition		
NAME	HARDIN, JOE		2.2 NAME				
STREET ADDRESS	702 SW 8TH STREET		2.3 STREET ADDRESS				
CITY-ST-ZIP	BENTONVILLE AS		2.4 CITY-ST-ZIP				
TITLE	V	<input type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change	<input type="checkbox"/> Addition		
NAME	WALKER JR, JAMES A		3.2 NAME				
STREET ADDRESS	702 SW 8TH STREET		3.3 STREET ADDRESS				
CITY-ST-ZIP	BENTONVILLE AS		3.4 CITY-ST-ZIP				
TITLE	VS	<input type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change	<input type="checkbox"/> Addition		
NAME	RHOADS, ROBERT K		4.2 NAME				
STREET ADDRESS	702 SW 8TH STREET		4.3 STREET ADDRESS				
CITY-ST-ZIP	BENTONVILLE AS		4.4 CITY-ST-ZIP				
TITLE	VT	<input checked="" type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change	<input type="checkbox"/> Addition		
NAME	BERTSCHY, TERRI		5.2 NAME				
STREET ADDRESS	702 SW 8TH STREET		5.3 STREET ADDRESS				
CITY-ST-ZIP	BENTONVILLE AS		5.4 CITY-ST-ZIP				
TITLE	D	<input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change	<input type="checkbox"/> Addition		
NAME	GLASS, DAVID D		6.2 NAME				
STREET ADDRESS	702 SW 8TH STREET		6.3 STREET ADDRESS				
CITY-ST-ZIP	BENTONVILLE AS		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 any attachment with an address.

CR2E034 (10/97)

**Sam's East, Inc.  
Officers & Director**

**OFFICERS**

David D. Glass President	702 S.W. 8th Street Bentonville, AR 72716
Paul R. Carter Executive Vice President	702 S.W. 8th Street Bentonville, AR 72716
Mark Hansen Executive Vice President	702 S.W. 8th Street Bentonville, AR 72716
Jay Fitzsimmons Senior Vice President	702 S.W. 8th Street Bentonville, AR 72716
James A. Walker, Jr. Senior Vice President and Controller	702 S.W. 8th Street Bentonville, AR 72716
Robert K. Rhoads Senior Vice President and Secretary	702 S.W. 8th Street Bentonville, AR 72716
Tony Fuller Vice President	702 S.W. 8th Street Bentonville, AR 72716
David L. Bullington Vice President of Taxes	702 S.W. 8th Street Bentonville, AR 72716
Robert M. Bedard Assistant Vice President & Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
J. Robert Bray Assistant Vice President & Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Sey S. Young Assistant Vice President & Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Jim Bennett Assistant Vice President & Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Ann Cato Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
J. Michael Davis Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Robert P. Doane Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Michael Gardner Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Allison Garrett Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Jed Harrison Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Kimberly K. Lane Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Jerry Orr Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Kim Saylor Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Bob Stoker Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Michael E. Tomlin Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Don West Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
<b>Director</b>	
David D. Glass President and CEO	702 S.W. 8th Street Bentonville, AR 72716