NOW: FILING FEE AFTER MAY 1ST IS $550.00

PROFIT CORPORATION ANNUAL REPORT

1999

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

FILED
99 JUL 11 AM 10:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # F97000003725

1. Corporation Name
BJ'S WHOLESALE CLUB, INC.

Amended

Principal Place of Business	Mailing Address
ONE MERCER RD NATICK MA 01760	P.O. BOX 9619 NATICK MA 01760-9619

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 1	2a. Mailing Address 26	3. Date Incorporated or Qualified 07/17/1997	
Suite, Apt. #, etc. 2	Suite, Apt. #, etc. 27	4. FEI Number 04-3360747	☐ Applied For ☐ Not Applicable
City & State 3	City & State 28	5. Certifcate of Status Desired ☐	**$8.75** Additional Fee Required
Zip 4 / Country 25	Zip 29 / Country 30	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	

9. Name and Address of Current Registered Agent

CT CORPORATION SYSTEM
1200 SO 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 _____ DATE
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	D	☐ DELETE	1.1 TITLE	Treasurer	☐ Change ☒ Addition
NAME	ZARKIN, HERBERT J		1.2 NAME	Arthur T. Silk, JR	
STREET ADDRESS	ONE MERCER RD		1.3 STREET ADDRESS	one mercer Rd.	
CITY-ST-ZIP	NATICK MA 01760		1.4 CITY-ST-ZIP	Natick, MA, 01760	
TITLE	D	☐ DELETE	2.1 TITLE		☐ Change ☐ Addition
NAME	WEISBERGER, EDWARD J		2.2 NAME		
STREET ADDRESS	ONE MERCER RD		2.3 STREET ADDRESS		
CITY-ST-ZIP	NATICK MA 01760		2.4 CITY-ST-ZIP		
TITLE	P	☐ DELETE	3.1 TITLE		☐ Change ☐ Addition
NAME	NUGENT, JOHN J		3.2 NAME		
STREET ADDRESS	ONE MERCER RD		3.3 STREET ADDRESS		
CITY-ST-ZIP	NATICK MA 01760		3.4 CITY-ST-ZIP		
TITLE	VP	☐ DELETE	4.1 TITLE		☐ Change ☐ Addition
NAME	WEISBERGER, EDWARD J		4.2 NAME		
STREET ADDRESS	ONE MERCER RD		4.3 STREET ADDRESS		
CITY-ST-ZIP	NATICK MA 01760		4.4 CITY-ST-ZIP		
TITLE	SVP	☐ DELETE	5.1 TITLE		☐ Change ☐ Addition
NAME	GALLIVAN, SARAH M		5.2 NAME		
STREET ADDRESS	ONE MERCER RD		5.3 STREET ADDRESS		
CITY-ST-ZIP	NATICK MA 01760		5.4 CITY-ST-ZIP		
TITLE	VP	☐ DELETE	6.1 TITLE		☐ Change ☐ Addition
NAME	FORWARD, FRANK D		6.2 NAME		
STREET ADDRESS	ONE MERCER RD		6.3 STREET ADDRESS		
CITY-ST-ZIP	NATICK MA 01760		6.4 CITY-ST-ZIP		

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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: Frank Forward 6/7/99 508-651-7400
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR — Date — Daytime Phone #

CR2E034 (11/98)