


2-5-78 P1064  
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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	
DOCUMENT # <b>P07326</b> (2) 1. Corporation Name <b>CIRCUIT CITY STORES, INC.</b>			
Principal Place of Business 9950 MAYLAND DRIVE RICHMOND VA 23233		Mailing Address 9950 MAYLAND DRIVE RICHMOND VA 23233	
2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip 24 Country		2a. Mailing Address 26 9950 Mayland Drive 27 Suite, Apt. #, etc. 28 Tax Department 29 City & State 30 Richmond, VA 31 Zip 32 23233 33 Country 34 USA	
9. Name and Address of Current Registered Agent <b>THE PRENTICE-HALL CORPORATION SYSTEM, INC.</b> <b>1201 HAYS STREET</b> <b>SUITE 105</b> <b>TALLAHASSEE FL 32301</b>			
10. Name and Address of New Registered Agent 81 Name 82 Street Address (P.O. Box Number is Not Acceptable) 83 84 City 85 Zip Code <b>FL</b>			
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		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	VC <input checked="" type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	WURTZEL, ALAN	1.2 NAME	See attached list
STREET ADDRESS	9950 MAYLAND DR	1.3 STREET ADDRESS	
CITY-ST-ZIP	RICHMOND VA	1.4 CITY-ST-ZIP	
TITLE	PCEO <input checked="" type="checkbox"/> DELETE	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	SHARP, RICHARD	2.2 NAME	
STREET ADDRESS	9950 MAYLAND DR	2.3 STREET ADDRESS	
CITY-ST-ZIP	RICHMOND VA	2.4 CITY-ST-ZIP	
TITLE	V <input checked="" type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BELL, FRANK	3.2 NAME	
STREET ADDRESS	9950 MAYLAND DR	3.3 STREET ADDRESS	
CITY-ST-ZIP	RICHMOND VA	3.4 CITY-ST-ZIP	
TITLE	VSCF <input checked="" type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	CHALIFOUX, MICHAEL	4.2 NAME	
STREET ADDRESS	9950 MAYLAND DR	4.3 STREET ADDRESS	
CITY-ST-ZIP	RICHMOND VA	4.4 CITY-ST-ZIP	
TITLE	V <input checked="" type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	GILLUM, JAMES	5.2 NAME	
STREET ADDRESS	3755 ATLANTA INDUSTRIAL PKWY.	5.3 STREET ADDRESS	
CITY-ST-ZIP	ATLANTA GA	5.4 CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		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.

SIGNATURE:

Philip J. Dunn

1/22/98

(804) 527-4000

CR2E034 (10/97)

RICHARD L. SHARP  
W. ALAN McCOLLOUGH  
ALAN L. WURTZEL  
RICHARD S. BIRNBAUM  
MICHAEL T. CHAIFOUX  
JOHN A. FITZSIMMONS  
W. STEPHEN CANNON  
DENNIS J. BOWMAN  
JONATHAN RECKFORD  
W. AUSTIN LIGON  
JEFFREY S. WELLS  
JOHN W. FROMAN  
PHILIP J. DUNN  
BENJAMIN B. CUMMINGS, JR.  
GARY MIERENFELD  
JERRY L. LAWSON  
KEITH D. BROWNING  
MARIO RAMIREZ  
NEAL N. LAPPE  
R. BRUCE LUCAS  
ANN M. COLLIER  
GEORGE D. CLARK, JR.  
GEORGE R. PASINI  
JEFFREY D. PALMER  
ELIZABETH R. GIRARD  
BERNARD H. CURLEE  
DAVID CECIL  
EDWARD J. BRETT  
JAY W. BERTAGNOLI  
JOSEPH E. OREN  
KENNETH S. GOLDEN  
KIM D. ORCUTT  
MICHAEL T. RYAN  
PETER A. DOUGLAS  
RANDALL C. STEPHEN  
RICK SOUDER  
STANLEY L. HELLER  
WILLIAM C. DENNEY  
PAUL SWENSON  
L. DAN BARZEL  
DIANA BEAUFILS  
LINDA N. ENGLISH  
THOMAS E. KRIECK  
JANICE MCNEE  
DOUGLAS T. MOORE

ADDRESS FOR ALL OF THE ABOVE IS:  
9950 MAYLAND DRIVE, RICHMOND, VA 23233-1464

DAVID E. MCCOMAS VICE PRESIDENT  
MARTIN C. SCHAEFFER ASSISTANT VICE PRESIDENT  
680 SOUTH LEMON AVENUE, WALNUT, CA 91789

**CIRCUIT CITY STORES, INC.**  
**DIRECTORS**

<i>NAME</i>	<i>ADDRESS</i>
ALAN L. WURTZEL	2134 R STREET NW WASHINGTON, DC 20008
RICHARD L. SHARP	201 CYRIL LANE RICHMOND, VA 23239
MICHAEL T. CHALIFOUX	10801 WHITAKER WOODS ROAD RICHMOND, VA 23233
WALTER J. SALMON	HARVARD BUSINESS SCHOOL SOLDIER'S FIELD ROAD MORGAN 175 BOSTON, MA
RICHARD N. COOPER	1737 CAMBRIDGE STREET CAMBRIDGE, MA 02138
MIKAEL SALOVAARA	170 DRYDEN ROAD BERNARDSVILLE, NJ 07924
EDWARD VILLANUEVA	10466 CHEROKEE ROAD RICHMOND, VA 23235
BARBARA S. FEIGIN	GREY ADVERTISING 777 THIRD AVENUE NEW YORK, NY 10017
MAJ. GEN. HUGH G. ROBINSON	9949 STRAIT LANE DALLAS, TX 75220
JOHN W. SNOW	122 TEMPSFORD LANE RICHMOND, VA 23226
ROBERT S. JEPSON, JR.	8 SHELLWORTH CROSSING SAVANNAH, GA 31411