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Mar 22, 1999 8:00 am
Secretary of State

03-22-1999 90111 016 ***150.00

PROFIT CORPORATION ANNUAL REPORT 1999		FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # P07326
 1. Corporation Name
CIRCUIT CITY STORES, INC.

Principal Place of Business 9950 MAYLAND DRIVE RICHMOND VA 23233	Mailing Address 9950 MAYLAND DRIVE TAX DEPT RICHMOND VA 23233 US
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip Country 24	2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip Country 29
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3. Date Incorporated or Qualified 09/06/1985	4. FEI Number 54-0493875	Applied For <input type="checkbox"/> 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 the current year Intangible Personal Property Tax. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		

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	85 Zip Code
82 Street Address (P.O. Box Number is Not Acceptable)	
83	
84 City	FL

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 _____ (NOTE: Registered Agent signature required when reinstating) _____ DATE _____

12. OFFICERS AND DIRECTORS	
TITLE	CEO <input type="checkbox"/> DELETE
NAME	SHARP, RICHARD L
STREET ADDRESS	9950 MAYLAND DR
CITY-ST-ZIP	RICHMOND VA 23233
TITLE	P <input type="checkbox"/> DELETE
NAME	MCCOLLOUGH, ALAN W
STREET ADDRESS	9950 MAYLAND DR
CITY-ST-ZIP	RICHMOND VA 23233
TITLE	VP <input type="checkbox"/> DELETE
NAME	WURTZEL, ALAN L
STREET ADDRESS	9950 MAYLAND DR
CITY-ST-ZIP	RICHMOND VA 23233
TITLE	VP <input type="checkbox"/> DELETE
NAME	BIRNBAUM, RICHARD S
STREET ADDRESS	9950 MAYLAND DR
CITY-ST-ZIP	RICHMOND VA 23233
TITLE	VPS <input type="checkbox"/> DELETE
NAME	CHALIFOUX, MICHAEL T
STREET ADDRESS	3755 ATLANTA INDUSTRIAL PKWY.
CITY-ST-ZIP	ATLANTA GA 23233
TITLE	SVP <input type="checkbox"/> DELETE
NAME	FITZSIMMONS, JOHN A
STREET ADDRESS	9950 MAYLAND DR
CITY-ST-ZIP	RICHMOND VA 23233

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
1.1 TITLE	<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	VC <input checked="" 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, with all other like empowered.

SIGNATURE: PHILIP J. DUNN 3/5/99 (804) 527-4000
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (11/98)

CIRCUIT CITY STORES, INC.
OFFICERS

RICHARD L. SHARP	CEO/CHAIRMAN OF THE BOARD
W. ALAN McCOLLOUGH	PRESIDENT
ALAN L. WURTZEL	VICE CHAIRMAN OF THE BOARD
RICHARD S. BIRNBAUM	EXECUTIVE VICE PRESIDENT
MICHAEL T. CHALIFOUX	EXECUTIVE VICE PRESIDENT/CFO/SECRETARY
JOHN A. FITZSIMMONS	SENIOR VICE PRESIDENT/ADMINISTRATION
W. STEPHEN CANNON	SENIOR VICE PRESIDENT/GENERAL COUNSEL
DENNIS J. BOWMAN	SENIOR VICE PRESIDENT/CIO
JONATHAN T.M. RECKFORD	SENIOR VICE PRESIDENT/CORP. PLAN. & COMM.
W. AUSTIN LIGON	SENIOR VICE PRESIDENT/AUTOMOTIVE
JEFFREY S. WELLS	SENIOR VICE PRESIDENT/HUMAN RESOURCES
JOHN W. FROMAN	SENIOR VICE PRESIDENT
GARY M. MIERENFELD	SENIOR VICE PRESIDENT
PHILIP J. DUNN	VICE PRESIDENT/TREASURER/CONTROLLER
BENJAMIN B. CUMMINGS, JR.	VICE PRESIDENT
JERRY L. LAWSON	VICE PRESIDENT
KEITH D. BROWNING	VICE PRESIDENT
MARIO RAMIREZ	VICE PRESIDENT
NEAL N. LAPPE	VICE PRESIDENT
R. BRUCE LUCAS	VICE PRESIDENT
ANN M. COLLIER	VICE PRESIDENT
GEORGE D. CLARK, JR.	VICE PRESIDENT
GEORGE R. PASINI	VICE PRESIDENT
JEFFREY D. PALMER	VICE PRESIDENT
RANDALL C. STEPHEN	VICE PRESIDENT
EDWARD J. BRETT	VICE PRESIDENT
LINDA N. ENGLISH	ASSISTANT VICE PRESIDENT/ASSISTANT SECRETARY
BERNARD H. CURLEE, JR.	ASSISTANT VICE PRESIDENT
DAVID W. CECIL	ASSISTANT VICE PRESIDENT
JAY W. BERTAGNOLI	ASSISTANT VICE PRESIDENT
JOSEPH E. OREN	ASSISTANT VICE PRESIDENT
KENNETH S. GOLDEN	ASSISTANT VICE PRESIDENT
KIM D. ORCUTT	ASSISTANT VICE PRESIDENT
MICHAEL T. RYAN	ASSISTANT VICE PRESIDENT
PETER A. DOUGLAS	ASSISTANT VICE PRESIDENT
RICHARD W. SOUDER, JR.	ASSISTANT VICE PRESIDENT
STANLEY L. HELLER	ASSISTANT VICE PRESIDENT
WILLIAM C. DENNEY	ASSISTANT VICE PRESIDENT
PAUL SWENSON	ASSISTANT VICE PRESIDENT
L. DAN BARZEL	ASSISTANT VICE PRESIDENT
DIANA BEAUFILS	ASSISTANT VICE PRESIDENT
THOMAS E. KRIECK	ASSISTANT VICE PRESIDENT
JANICE MCNEE	ASSISTANT VICE PRESIDENT
DOUGLAS T. MOORE	ASSISTANT VICE PRESIDENT
JOSEPH T. CIPOLLA	ASSISTANT VICE PRESIDENT
MICHAEL K. FRONING	ASSISTANT VICE PRESIDENT
WILLIAM E. MCCOREY, JR.	ASSISTANT VICE PRESIDENT
ELIZABETH R. GIRARD	ASSISTANT TO THE CHAIRMAN
JEFFREY W. FENDER	ASSISTANT SECRETARY
LISA J. BALDYGA	ASSISTANT SECRETARY
LAURA LEE GARRETT	ASSISTANT SECRETARY

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

JAMES H. WIMMER
1200 MERCANTILE LANE, SUITE 105, LANDOVER, MD 20705
ASSISTANT VICE PRESIDENT

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

250387-9011-10
PO7326
FEIN 54-0493875

**CIRCUIT CITY STORES, INC.
DIRECTORS**

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