

FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

FILED
Feb 27 1998 8:00am
Secretary of State

| | | |
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| PROFIT CORPORATION ANNUAL REPORT 1998 |  | FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS |
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DOCUMENT # P20178 (0)

1. Corporation Name
BURDINE'S REAL ESTATE II, INC.



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|---|---|
| Principal Place of Business FEDERATED DEPARTMENT STORES, INC. 7 WEST SEVENTH STREET CINCINNATI OH 45202 | Mailing Address FEDERATED DEPARTMENT STORES, INC. 7 WEST SEVENTH STREET CINCINNATI OH 45202 |
|---|---|

3. Date Incorporated or Qualified
07/22/1988

| | | | |
|---|---|-------------|-------------|
| 21. Principal Place of Business Suite, Apt. #, etc. City & State Zip | 22. Mailing Address Suite, Apt. #, etc. City & State Zip | 23. Country | 24. Country |
| 21 | 22 | 23 | 24 |
| 25 | 26 | 27 | 28 |
| 29 | 30 | 31 | 32 |

4. FEI Number
31-1241501

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

9. Name and Address of Current Registered Agent

**CT CORPORATION SYSTEM
 1200 S. PINE ISLAND ROAD
 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 | PD | 1.1 TITLE | V |
| NAME | BRODERICK, DENNIS J. | 1.2 NAME | Nay, Gary J. |
| STREET ADDRESS | 7 WEST SEVENTH STREET | 1.3 STREET ADDRESS | 7 West Seventh Street |
| CITY-ST-ZIP | CINCINNATI OH | 1.4 CITY-ST-ZIP | Cincinnati, OH |
| TITLE | V | 2.1 TITLE | AS |
| NAME | SEPPELT, ROBERT C. | 2.2 NAME | Stewart, Gwyneth G. |
| STREET ADDRESS | 7 WEST SEVENTH STREET | 2.3 STREET ADDRESS | 7 West Seventh Street |
| CITY-ST-ZIP | CINCINNATI OH | 2.4 CITY-ST-ZIP | Cincinnati, OH |
| TITLE | VDS | 3.1 TITLE | AS |
| NAME | SIMS, JOHN R. | 3.2 NAME | Zavatsky, Kathleen H. |
| STREET ADDRESS | 7 WEST 7TH ST. | 3.3 STREET ADDRESS | 7 West Seventh Street |
| CITY-ST-ZIP | CINCINNATI OH | 3.4 CITY-ST-ZIP | Cincinnati, OH |
| TITLE | VT | 4.1 TITLE | |
| NAME | HOGUET, KAREN M | 4.2 NAME | |
| STREET ADDRESS | 7 WEST SEVENTH STREET | 4.3 STREET ADDRESS | |
| CITY-ST-ZIP | CINCINNATI OH | 4.4 CITY-ST-ZIP | |
| TITLE | AS | 5.1 TITLE | |
| NAME | ZIERMAIER, KLAUS | 5.2 NAME | |
| STREET ADDRESS | 7 WEST SEVENTH STREET | 5.3 STREET ADDRESS | |
| CITY-ST-ZIP | CINCINNATI OH | 5.4 CITY-ST-ZIP | |
| TITLE | AS | 6.1 TITLE | |
| NAME | COX, JACK B. | 6.2 NAME | |
| STREET ADDRESS | 7 WEST SEVENTH STREET | 6.3 STREET ADDRESS | |
| CITY-ST-ZIP | CINCINNATI OH | 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.

SIGNATURE: *Jack B. Cox* Jack B. Cox, Asst. Secy. 2/16/98 513-579-7311

CR2E034 (10/97)