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FILED
May 12 1997 8:00am
Secretary of State

PROFIT
CORPORATION
ANNUAL REPORT
1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # 813197 (1)

1. Corporation Name
THE MAY DEPARTMENT STORES COMPANY

Principal Place of Business
SIXTH AND OLIVE STS
ST LOUIS MISSOURI 63101

Mailing Address
SIXTH AND OLIVE STS
ST LOUIS MISSOURI 63101



3. Date Incorporated or Qualified 11/19/1958
3a. Date of Last Report 04/30/1996

2. Principal Place of Business

2a. Mailing Address

21 Suite, Apt #, etc.

26 Suite, Apt #, etc.

22 City & State

27 City & State

23 Zip

Country

28 Zip

Country

4. FEI Number

43-0398035

Applied For

Not Applicable

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 has liability for intangible tax under s. 199.032,
Florida Statutes

Yes No

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

CT CORPORATION SYSTEM
1200 S. 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, 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 DC
NAME HAYS, THOMAS
STREET ADDRESS SIXTH AND OLIVE STREETS
CITY - ST - ZIP ST LOUIS, MO 00000

DELETE

1.1 TITLE
1.2 NAME
1.3 STREET ADDRESS
1.4 CITY - ST - ZIP

Change Addition

TITLE CEO
NAME FARRELL, DAVID C
STREET ADDRESS SIXTH AND OLIVE STREETS
CITY - ST - ZIP ST LOUIS, MO 00000

DELETE

2.1 TITLE
2.2 NAME
2.3 STREET ADDRESS
2.4 CITY - ST - ZIP

Change Addition

TITLE P
NAME LOEB, JEROME T
STREET ADDRESS SIXTH AND OLIVE STREETS
CITY - ST - ZIP ST LOUIS MO

DELETE

3.1 TITLE
3.2 NAME
3.3 STREET ADDRESS
3.4 CITY - ST - ZIP

Change Addition

TITLE S
NAME BRICKSON, RICHARD A.
STREET ADDRESS SIXTH AND OLIVE STREETS
CITY - ST - ZIP ST. LOUIS MO

DELETE

4.1 TITLE
4.2 NAME
4.3 STREET ADDRESS
4.4 CITY - ST - ZIP

Change Addition

TITLE V
NAME DOERR, MARTIN M
STREET ADDRESS SIXTH AND OLIVE STREETS
CITY - ST - ZIP ST LOUIS MO

DELETE

5.1 TITLE
5.2 NAME
5.3 STREET ADDRESS
5.4 CITY - ST - ZIP

Change Addition

TITLE VC
NAME BATTRAM, RICHARD L.
STREET ADDRESS SIXTH AND OLIVE STREETS
CITY - ST - ZIP ST. LOUIS MO

DELETE

6.1 TITLE
6.2 NAME
6.3 STREET ADDRESS
6.4 CITY - ST - ZIP

Change Addition

14. I do 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:

Martin M. Doerr

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Date

(314) 343-6364

Daytime Phone #

0527916

CR2E034 (9/96)

THE MAY DEPARTMENT STORES COMPANY
LIST OF OFFICERS

<u>NAME</u>	<u>TITLE</u>
David C. Farrell	Chairman of the Board and Chief Executive Officer
Jerome T. Loeb	President
Richard L. Battram	Executive Vice Chairman
Eugene S. Kahn	Vice Chairman
Anthony J. Torcasio	President and Chief Executive Officer of May Merchandising Company
John L. Dunham	Executive Vice President and Chief Financial Officer
Louis J. Garr, Jr.	Executive Vice President and General Counsel
R. Dean Wolfe	Executive Vice President Acquisitions and Real Estate
William D. Edkins	Senior Vice President
Lonny J. Jay	Senior Vice President
Jan R. Kniffen	Senior Vice President and Treasurer
Richard A. Brickson	Secretary
Martin M. Doerr	Vice President
Andrew T. Hall	Vice President

THE MAY DEPARTMENT STORES COMPANY
LIST OF DIRECTORS

NAME

David C. Farrell
Richard L. Battram
Jerome T. Loeb
Eugene S. Kahn
Helene L. Kaplan

Edward H. Meyer
Russell E. Palmer
Andrall E. Pearson
Michael R. Quinlan
William P. Stiritz

Robert D. Storey
Anthony J. Torcasio
Murray L. Weidenbaum
Edward E. Whitacre, Jr.

BUSINESS ADDRESS OF ALL OFFICERS AND DIRECTORS

c/o The May Department Stores Company
 Sixth and Olive Streets
 St. Louis, MO 63101