

FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00

**CORPORATION
ANNUAL REPORT
1995**



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

**APPROVED
AND
FILED**
95 APR 19 AM 1:54
**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

DOCUMENT # 815881

(8)

1. Corporation Name

THE SOUTHLAND CORPORATION

Principal Place of Business

**2711 N. HASKELL AVE.
P.O. BOX 711
DALLAS TX 75221-7711**

Mailing Address

**2711 N. HASKELL AVE.
P.O. BOX 711
DALLAS TX 75221-7711**

DO NOT WRITE IN THIS SPACE.

3. Date Incorporated or Qualified

01/02/1962

3a. Date of Last Report

04/20/1994

2. Principal Place of Business

21

Suite, Apt. #, etc.

2a. Mailing Address

26

Suite, Apt. #, etc.

22

City & State

27

City & State

23

Zip

Country

28

Zip

Country

24

25

29

30

4. FEI Number

75-1085131

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

**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

Signature, typed or printed name of registered agent and title if applicable

(NOTE: Registered Agent signature required when re-registering)

DATE

12. OFFICERS AND DIRECTORS

TITLE

NAME

STREET ADDRESS

CITY - ST - ZIP

**PCEO
MATTHEWS, CLARK J., II
7005 STEFANI
DALLAS TX**

TITLE

NAME

STREET ADDRESS

CITY - ST - ZIP

**AS
MCELROY, M. TODO
408 SHEFFIELD DR.
RICHARDSON TX**

TITLE

NAME

STREET ADDRESS

CITY - ST - ZIP

**VT
URBEL, DAVID A.
4082 MODLIN
FT. WORTH TX**

TITLE

NAME

STREET ADDRESS

CITY - ST - ZIP

**EVCA
RODGERS, JOHN H.
6511 BELMEAD DR.
DALLAS TX**

TITLE

NAME

STREET ADDRESS

CITY - ST - ZIP

**D
THOMPSON JOHN PHILP
3925 MFMAR
DALLAS TX**

TITLE

NAME

STREET ADDRESS

CITY - ST - ZIP

**VGC
SMITH, BRYAN F. J
6323 STEFANI
DALLAS TX**

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE

1.2 NAME

1.3 STREET ADDRESS

1.4 CITY - ST - ZIP

☐ Change

☐ Addition

2.1 TITLE

2.2 NAME

2.3 STREET ADDRESS

2.4 CITY - ST - ZIP

☐ Change

☐ Addition

3.1 TITLE

3.2 NAME

3.3 STREET ADDRESS

3.4 CITY - ST - ZIP

☐ Change

☐ Addition

4.1 TITLE

4.2 NAME

4.3 STREET ADDRESS

4.4 CITY - ST - ZIP

☐ Change

☐ Addition

5.1 TITLE

5.2 NAME

5.3 STREET ADDRESS

5.4 CITY - ST - ZIP

☐ Change

☐ Addition

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 is voluntarily furnished and does not qualify for the exemption stated in Section 110.07(3)(b), 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:

Mike Rutledge

Mike Rutledge, Assistant Secretary

4/14/95

214/828-7173

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

July 10, 1994

THE SOUTHLAND CORPORATION

Street Address: 2711 North Haskell Avenue
Dallas, TX 75204-2906

Mailing Address: P. O. Box 711
Dallas, TX 75221-0711

LIST OF OFFICERS AND DIRECTORS

NAME	TITLE	HOME ADDRESS	DATE AND PLACE OF BIRTH
Masatoshi Ito S.S. # - None	Chairman of the Board	1-25-16, Minamiazabu Minato-Ku, Tokyo Japan	April 30, 1924 Tokyo, Japan
Toshifumi Suzuki S.S. # - None	Vice Chairman of the Board	3-26-6, Kichijoji-minamimachi Musashino-shi, Tokyo Japan	December 1, 1932 Nagano, Japan
Clark J. Matthews, II S.S. # - 456-50-5363	President and Chief Executive Officer; Director	7005 Stefani Dallas, TX 75225	October 1, 1936 Arkansas City, KS
Stephen B. Krumholz S.S. # - 329-44-0504	Executive Vice President and Chief Operating Officer	905 Filmore Plano, TX 75025	September 8, 1949 Peoria, IL
John H. Rodgers S.S. # - 466-62-9510	Executive Vice President and Chief Administrative Officer; and Secretary	6511 Belmead Drive Dallas, TX 75230	January 18, 1944 Lubbock, TX
Rodney A. Brehm S.S. # - 530-36-7700	Senior Vice President	4103 Oxford Court Colleyville, TX 76034	September 3, 1947 Minden, NE
Paul L. Bureau, Jr. S.S. # - 367-42-4273	Vice President	6457 Glendora Avenue Dallas, TX 75230	February 24, 1942 Escanaba, MI
Adrian O. Evans S.S. # - 235-56-3619	Vice President	#9 Cavendish Court Dallas, TX 75225	July 5, 1936 Thomas, WV
Vernon P. Lotman S.S. # - 506-42-7326	Vice President and Controller	6114 Woodland Drive Dallas, TX 75225	April 8, 1939 Lincoln, NE
Bryan F. Smith, Jr. S.S. # - 459-76-8692	Vice President and General Counsel	6323 Stefani Dallas, TX 75225	January 6, 1953 Dallas, TX
David Urbel S.S. # - 128-30-0587	Vice President and Treasurer	4062 Modlin Fort Worth, TX 76107	July 29, 1941 Amsterdam, NY

815881

July 18, 1994

- 2 -

THE SOUTHLAND CORPORATION

LIST OF OFFICERS AND DIRECTORS

NAME	TITLE	HOME ADDRESS	DATE AND PLACE OF BIRTH
M. Todd McElroy S.S. # - 223-72-0371	Assistant Secretary	406 Sheffield Drive Richardson, TX 75081	November 27, 1948 San Diego, CA
Yoshitsami Arai S.S. # - None	Director	3-26-18 Kamikitazawa Setagaya-ku, Tokyo 156 Japan	May 5, 1931 Japan
Tim Ashida S.S. # - 551-78-9569	Director	535 Cumberland Road Glendale, CA 91202	September 13, 1939 Tokyo, Japan
Jay W. Chai S.S. # - 099-32-6058	Director	3 Cooper Road Scarsdale, NY 10583	February 11, 1934 Taegu, Korea
Gary Fernandes S.S. # - 455-66-2045	Director	3508 Beverly Dallas, TX 75205	August 10, 1943 San Angelo, TX
Masaaki Kanata S.S. # - None	Director	6-10-2, Shimodamachi Kohoku-ku, Yokohama-shi Kanagawa, Japan	July 30, 1939 Osaka, Japan
Kazuo Otsuka S.S. # - None	Director	2-25-36 Nishitsuruma Yamato-shi, Kanagawa 242 Japan	May 5, 1946 Japan
Asher O. Pacholder S.S. # - 221-26-8457	Director	7679 Pineglen Cincinnati, OH 45224	March 19, 1937 Warsaw, Poland
Kobutake Sato S.S. # - None	Director	6-79-9, Hanakoganei Kodaira-shi, Tokyo Japan	August 8, 1938 Niigata, Japan
Tatsuhiko Sekine	Director	3-2-4, Kobayashiasama Inzai-machi, Inba-gun, Chiba	May 18, 1934
John Philp Thompson S.S. # - 455-20-0160	Director and Co-Vice Chairman of the Board	3925 Miramar Dallas, TX 75205	November 2, 1923 Dallas, TX
Jere William Thompson S.S. # - 462-42-2623	Director and Co-Vice Chairman of the Board	4217 Armstrong Parkway Dallas, TX 75205	January 18, 1932 Dallas, TX

845881