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FILED
Mar 25 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # **821898** (4)
1. Corporation Name
MONTGOMERY WARD & CO., INCORPORATED



Principal Place of Business % TAX ACCTG (7-3) 844 N LARRABEE, MONTGOMERY WARD PLAZA CHICAGO ILLINOIS 60671	Mailing Address % TAX ACCTG (7-3) PAYROLL TAX 8-3 CHICAGO ILLINOIS 60671 US
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 09/30/1968	
21	Suite, Apt. #, etc.	26	Suite, Apt. #, etc.	4. FEI Number 36-2659374	Applied For Not Applicable
22	City & State	27	City & State	5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
23	Zip	28	Zip	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
24	Country	29	Country	8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input checked="" 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
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	P <input checked="" type="checkbox"/> DELETE	1.1 TITLE	P <input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	SEARLES, MICHAEL	1.2 NAME	Open
STREET ADDRESS	MONTGOMERY WARD PLAZA	1.3 STREET ADDRESS	
CITY-ST-ZIP	CHICAGO IL	1.4 CITY-ST-ZIP	
TITLE	EVP <input type="checkbox"/> DELETE	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	WORKMAN, JOHN L	2.2 NAME	
STREET ADDRESS	MONTGOMERY WARD PLAZA	2.3 STREET ADDRESS	
CITY-ST-ZIP	CHICAGO IL	2.4 CITY-ST-ZIP	
TITLE	T <input type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	GATHANY, DOUGLAS	3.2 NAME	
STREET ADDRESS	MONTGOMERY WARD PLAZA	3.3 STREET ADDRESS	
CITY-ST-ZIP	CHICAGO IL	3.4 CITY-ST-ZIP	
TITLE	VP <input type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	DELK, PHILIP D	4.2 NAME	
STREET ADDRESS	MONTGOMERY WARD PLAZA	4.3 STREET ADDRESS	
CITY-ST-ZIP	CHICAGO IL	4.4 CITY-ST-ZIP	
TITLE	CEO <input type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	GODDU, ROGER V	5.2 NAME	
STREET ADDRESS	MONTGOMERY WARD PLAZA	5.3 STREET ADDRESS	
CITY-ST-ZIP	CHICAGO IL	5.4 CITY-ST-ZIP	
TITLE	SDVP <input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	SPENCER, HEINE H.	6.2 NAME	
STREET ADDRESS	MONTGOMERY WARD PLAZA	6.3 STREET ADDRESS	
CITY-ST-ZIP	CHICAGO IL	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.

CR2E034 (10/97)

Montgomery Ward & Co., Incorporated

Directors

Roger Goddu	Burnett W. Donoho
Bernard F. Brennan	Tommy T. Cato
Edwin G. Pohlmann	Gary C. Wendt
Denis J. Nayden	Edward D. Stewart
James A. Parke	Silas S. Cathcart

Officers

Roger V. Goddu	Chairman of the Board and Chief Executive Officer
Burnett W. Donoho	Vice Chairman & Chief Operating Officer Resigned 12/31/97
Thomas G. Grizzle	Executive Vice President - Home
Alan E. DiGangi	Executive Vice President - Appliances, Electronics and Automotive
Spencer H. Heine	Executive Vice President, Secretary and General Counsel and President - Montgomery Ward Properties
Robert A. Kasenter	Executive Vice President - Human Resources and Corporate Communications
Thomas J. Paup	Executive Vice President and Chief Financial Officer
John L. Workman	Executive Vice President - Corporate Restructuring
Thomas Austin	Executive Vice President - Men's and Children's Apparel & Shoes
Louis Caporale	Executive Vice President - Women's Apparel and Fine Jewelry
Kevin Freeman	Executive Vice President - Store Operations
Charles Armstrong	Senior Vice President - Logistics
Robert Baird	Senior Vice President - Electronics & Home Office
Donald Bernheisel	Senior Vice President - Management Information Systems and Chief Information Officer
Donald L. Docken	Senior Vice President - Merchandise Presentation
Don Caviglia	Senior Vice President - Finance
Karl Taylor	Senior Vice President - Strategic & Merchandising Planning

Montgomery Ward & Co., Incorporated
(Cont'd)

Daniel Hourigan	Regional Vice President - West Region
Howard Parge	Regional Vice President - East Region
Anthony Giuliano	Assistant Treasurer
G. T. Morgan	Assistant Secretary
James R. Butler	Assistant Secretary
Ronald L. Glangiorgi	Assistant Secretary

All Directors and Officers can be reached at the following address:

Montgomery Ward Plaza
Chicago, Illinois 60671

**Montgomery Ward & Co., Incorporated
(Contd.)**

Officers

Bill Bass	Vice President - Store Operating
Mark Burel	Vice President - Product Service
John Bohntinsky	Vice President - Appliances
Robert Clark	Vice President - Construction & Engineering
Rob Claxton	Vice President - Advertising
Patrick Conroy	Vice President - Operations Controller
Philip D. Delk	Vice President and Deputy General Counsel and Assistant Secretary
Phil Dobias	Vice President - Compensation, Benefits and Human Resources Planning
Douglas V. Gathany	Vice President - Treasurer
Reginald B. Garrett	Vice President - Human Resources - Retail Operations
Irving P. Hammer	Vice President - Management Information Systems
Kathleen Hurley	Vice President and General Merchandise Manager, Intimate and Accessories
Jerome Jordan	Vice President - Merchandise Control
Joseph A. Keifer	Vice President - Gold 'N Gems
Stewart Klein	Vice President - Merchandise Planning - Hardlines
Charles H. Knittle	Vice President - Governmental Affairs
Eric Kyser	Vice President - Product Development
Steven P. McDowell	Vice President and General Merchandise Manager - Auto Express
David J. Myers	Vice President - Asset Protection
George Overholt	Vice President - Credit Services
Linda Pelej	Vice President - Merchandise Distribution and Financial Systems
Karolyn Wangstad	Vice President - Trend Merchandising
Sandra K. Vollman	Vice President - Corporate Controller