2004 FOR PROFIT CORPORATION ANNUAL REPORT

DOCUMENT#831230

Entity Name: MCRAE'S, INC.

FILED Mar 02, 2004 Secretary of State

Current Principal Place of Business:	New Principal Place of Business:
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3455 U.S. HIGHWAY 80 WEST POST OFFICE BOX 20080 JACKSON, MS 39209

Current Mailing Address: New Mailing Address:

750 LAKESHORE PKWY BIRMINGHAM, AL 35211 US

FEI Number: 64-0202140 FEI Number Applied For () FEI Number Not Applicable () Certificate of Status Desired ()

Name and Address of Current Registered Agent: Name and Address of New Registered Agent:

PRENTICE-HALL CORPORATION SYSTEM, INC. 110 NORTH MAGNOLIA STREET TALLAHASSEE, FL 32301

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE:

Electronic Signature of Registered Agent Date

Election Campaign Financing Trust Fund Contribution ().

OFFICERS AND DIRECTORS:

ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS:

Title: () Delete Title: **FVPS** (X) Change () Addition HANSEN, CHARLES J HANSEN, CHARLES J Name: Name: 750 LAKESHORE PKWY 750 LAKESHORE PKWY Address: Address: BIRMINGHAM, AL 35211 BIRMINGHAM, AL 35211 City-St-Zip: City-St-Zip:

PD Title: SVP (X) Change () Addition Title: () Delete Name: MARTIN, BRIAN Name: BENTLEY, JULIA

12 EAST 49TH STREET 115 N. CALDERWOOD STREET Address: Address:

NEW YORK, NY 10017 City-St-Zip: City-St-Zip: ALCOA, TN 37701

Title: Title: () Delete (X) Change () Addition HONNOLD, SCOTT BURTON, WES Name: Name:

750 LAKESHORE PKWY 750 LAKESHORE PKWY Address: Address: City-St-Zip: BIRMINGHAM, AL 35211 City-St-Zip: BIRMINGHAM, AL 35211

Title: () Delete Title: PD (X) Change () Addition COLTHARP, DOUG

COLTHARP, DOUG Name: Name: Address: 750 LAKESHORE PKWY Address: 750 LAKESHORE PKWY

City-St-Zip: City-St-Zip: BIRMINGHAM, AL BIRMINGHAM, AL

Title: Title: () Delete () Change () Addition COGGIN, JAMES Name: Name:

3455 HWY 80 W Address: Address: City-St-Zip: JACKSON, MS 39209 City-St-Zip:

Title: () Delete Title: EVP (X) Change () Addition Name: MAYS, BRADLEY R Name: WRIGHT, DONALD E

750 LAKESHORE PKWY 750 LAKESHORE PKWY Address: Address: City-St-Zip: BIRMINGHAM, AL 35211 City-St-Zip: BIRMINGHAM, AL 35211

I hereby certify that the information supplied with this filing does not qualify for the for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my electronic 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 above, or on an attachment with an address, with all other like empowered.

SIGNATURE: DONALD E. WRIGHT EVP 03/02/2004