May 08, 2006 8:00 am 2006 FOR PROFIT CORPORATION ANNUAL REPORT Secretary of State **DOCUMENT # F92000000073** 05-08-2006 90274 022 ***150.00 1. Entity Name BOOKS-A-MILLION, INC. Principal Place of Business Mailing Address 40086729 402 INDUSTRIAL LANE P.O. BOX 1426 BIRMINGHAM, AL 35211 FLORENCE, AL 35631 US 04242006 No Chq-P CR2E034 (11/05) DO NOT WRITE IN THIS SPACE 4. FEI Number 63-0798460 5. Certificate of Status Desired 6. Name and Address of Current Registered Agent C T CORPORATION SYSTEM DO NOT WRITE 1200 SOUTH PINE ISLAND ROAD PLANTATION, FL 33324 IN THIS SPACE 8. 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. I am familiar with, and accept the obligations of registered agent. SIGNATURE

9. Election Campaign Financing

Trust Fund Contribution.

DO NOT WRITE IN THIS SPACE

FILED

Applied For

\$8.75 Additional

Fee Required

Not Applicable

CITY-ST-ZIP 12. I hereby certify that the information supplied with this filing does not qualify for the exemptions contained in Chapter 119, Florida Statutes, I further certify that the information indicated on this report or supplemental report is true and accurate and that my signature shall have the same legal effect as it 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 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.

(NOTE: Registered Agent signature required when reinstating)

\$5.00 May Be

Added to Fees

910	2N/	\TI	DE:

Richard S. Wallington

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

OFFICERS AND DIRECTORS

FILE NOW!!! FEE IS \$150.00 After May 1, 2006 Fee will be \$550.00

ANDERSON, CLYDE B

402 INDUSTRIAL LANE

BIRMINGHAM, AL 35211

ANDERSON, CHARLES C

FLORENCE, AL 35630

COCHRAN SANDRA B 402 INDUSTRIAL LANE

BIRMINGHAM, AL 35211

BRUNO, RONALD G

CHO

402 INDUSTRIAL LANE

BIRMINGHAM, AL 35211

WALLINGTON, RICHARD S 402 INDUSTRIAL AVE

BIRMINGHAM, AL 35211

202 NORTH COURT STREET

10. TITLE

NAME

TITLE

NAME STREET ADDRESS

TITL F

TITLE

NAME STREET ADDRESS

TITLE

NAME

NAME STREET ADDRESS

CITY-ST-ZIP

STREET ADDRESS

CITY-ST-ZIP

CITY-ST-ZIP

STREET ADDRESS CITY-ST-ZIP

STREET ADDRESS CITY-ST-ZIP

SIGNATURE AND TYPED OR PRINTED NAME OF SIGN

4-28-06

BOOKS-A-MILLION, INC. FILE # F92000000073 FEIN # 63-0798460

ATTACHMENT 40086729

ATTACHMENT TO 2006 FLORIDA ANNUAL REPORT

OFFICERS:

Chief Executive Officer	Sandra B. Cochran	402 Industrial Lane, Birmingham, AL 35211
Chief Financial Officer	Richard S. Wallington	402 Industrial Lane, Birmingham, AL 35211
Executive Vice President	Terrance G. Finley	402 Industrial Lane, Birmingham, AL 35211
DIRECTORS:		
Director, Chairman	Clyde B. Anderson	402 Industrial Lane, Birmingham, AL 35211
Director	Charles C. Anderson	202 North Court Street, Florence, AL 35630
Director	Terry C. Anderson	4511 Helton Drive, Florence, AL 35630
Director	Ronald G. Bruno	402 Industrial Lane, Birmingham, AL 35211
Director	J. Barry Mason	402 Industrial Lane, Birmingham, AL 35211
Director	William H. Rogers, Jr.	402 Industrial Lane, Birmingham, AL 35211
Director	Al Johnson	402 Industrial Lane, Birmingham, AL 35211