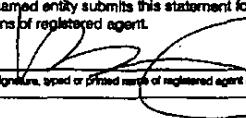


APPROVED
AND
FILED

07 NOV 16 AM 11:23

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**2007 FOR PROFIT CORPORATION
REINSTATEMENT**

DOCUMENT # F93000000310			
1. Entity Name FRED'S STORES OF TENNESSEE, INC.			
Principal Place of Business 4300 NEW GETWELL ROAD MEMPHIS, TN 38118		Mailing Address 4300 NEW GETWELL ROAD MEMPHIS, TN 38118	
2. Principal Place of Business - No P.O. Box #		3. Mailing Address	
Suite, Apt. #, etc.		Suite, Apt. #, etc.	
City & State		City & State	
Zip	Country	Zip	Country
6. Name and Address of Current Registered Agent CT CORPORATION SYSTEM 1200 S. PINE ISLAND RD. PLANTATION, FL 33324		7. Name and Address of New Registered Agent Name Street Address (P.O. Box Number is Not Acceptable) City FL Zip Code	
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  Kimberly Breunling Assistant Secretary In accordance with s. 607.193(2)(b), F.S., the corporation did not receive the prior notice.			
FILE NOW!!! FEE IS \$150.00 After January 1, 2008, Fee will be \$300.00		In accordance with s. 607.193(2)(b), F.S., the corporation did not receive the prior notice.	
10. OFFICERS AND DIRECTORS		11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	D HAYES, MICHAEL J 4300 NEW GETWELL ROAD MEMPHIS, TN 38118 ☐ Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	☐ Change ☐ Addition 300112634383 11/28/07--01007--021 **600.00
TITLE NAME STREET ADDRESS CITY-ST-ZIP	STD VAIL, CHARLES S 4300 NEW GETWELL ROAD MEMPHIS, TN 38118 ☐ Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	☐ Change ☐ Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	P REIER, JOHN D 4300 NEW GETWELL RD MEMPHIS, TN 38118 ☒ Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	☒ Change ☐ Addition President BRUCE EFIRD 4300 New Getwell ROAD MEMPHIS, TN 38118
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V CASEY, JOHN A 4300 NEW GETWELL RD MEMPHIS, TN 38118 ☒ Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	☒ Change ☐ Addition JERRY SHORE 4300 New Getwell ROAD MEMPHIS, TN 38118
TITLE NAME STREET ADDRESS CITY-ST-ZIP	☐ Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	☐ Change ☐ Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	☐ Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	☐ Change ☐ Addition
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 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 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.			
SIGNATURE:  CHARLES S. VAIL		Date 11/7/07 Daytime Phone # 9013382200	

25 11-26-07



REINSTATEMENT
71-0439888

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