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**FILED**  
**May 12, 1999 8:00 am**  
**Secretary of State**

05-12-1999 90008 016 \*\*\*150.00

PROFIT CORPORATION ANNUAL REPORT 1999



FLORIDA DEPARTMENT OF STATE  
 Katherine Harris  
 Secretary of State  
 DIVISION OF CORPORATIONS

DOCUMENT # F94000000799

1. Corporation Name  
 J. C. PENNEY CHILE, INC.



Principal Place of Business: 6501 LEGACY DR., MS 1103 PLANO TX 75024-3698  
 Mailing Address: 6501 LEGACY DR MS 1205 A12 PLANO TX 75024-696 US

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business (21-24)  
 2a. Mailing Address (26-30)

3. Date Incorporated or Qualified: 02/17/1994  
 4. FEI Number: 75-2523867  
 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 owes the current year Intangible Personal Property Tax: No

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

CT CORPORATION SYSTEM  
 1200 S. PINE ISLAND RD.  
 PLANTATION FL 33324

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: D	<input checked="" type="checkbox"/> DELETE	1.1 TITLE: D	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME: FYKE, J.A.		1.2 NAME: McGrath, P.M.	
STREET ADDRESS: 6501 LEGACY DR., MS 0009		1.3 STREET ADDRESS: 6501 Legacy Dr.	
CITY-ST-ZIP: PLANO TX		1.4 CITY-ST-ZIP: Plano, TX 75024	
TITLE: D	<input type="checkbox"/> DELETE	2.1 TITLE:	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME: KAPPLINGER, G.F.		2.2 NAME:	
STREET ADDRESS: 6501 LEGACY DR., MS 0010		2.3 STREET ADDRESS:	
CITY-ST-ZIP: PLANO TX		2.4 CITY-ST-ZIP:	
TITLE: D	<input checked="" type="checkbox"/> DELETE	3.1 TITLE: D	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME: RUSSO, K.T.		3.2 NAME: Steinmetz, P.A.	
STREET ADDRESS: 6501 LEGACY DR., MS 0011		3.3 STREET ADDRESS: 6501 Legacy Drive	
CITY-ST-ZIP: PLANO TX		3.4 CITY-ST-ZIP: Plano, TX 75024	
TITLE: P	<input type="checkbox"/> DELETE	4.1 TITLE:	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME: KAPPLINGER, G K		4.2 NAME:	
STREET ADDRESS: 6501 LEGACY DR., MS 1302		4.3 STREET ADDRESS:	
CITY-ST-ZIP: PLANO TX 75024		4.4 CITY-ST-ZIP:	
TITLE: V	<input checked="" type="checkbox"/> DELETE	5.1 TITLE: ✓✓	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME: BURNS, W C		5.2 NAME: Hughes, H. R.	
STREET ADDRESS: 6501 LEGACY DR., MS 1207		5.3 STREET ADDRESS: 6501 Legacy Dr.	
CITY-ST-ZIP: PLANO TX 75024		5.4 CITY-ST-ZIP: Plano, TX 75024	
TITLE: V	<input type="checkbox"/> DELETE	6.1 TITLE: V.T.	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME: NAPOLI, F.N.		6.2 NAME:	
STREET ADDRESS: 6501 LEGACY DR., MS 1302		6.3 STREET ADDRESS:	
CITY-ST-ZIP: PLANO TX		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, with all other like empowered.

SIGNATURE: *Katherine Harris* RECORDED 4/27/99  
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Date: (972) 431-2147 Daytime Phone #

CR2E034 (1/98)

546698-90008-16  
Doc#FA400000799

**J. C. Penney Chile, Inc.  
Officers and Directors**

<b>TITLE</b>	<b>NAME</b>	<b>BUSINESS ADDRESS</b>
President	G. K. Kapplinger	6501 Legacy Drive Plano, Texas 75024-3698
Vice-President - Tax	H. R. Hughes	6501 Legacy Drive Plano, Texas 75024-3698
Vice-President - Treasurer	F. N. Napoli	6501 Legacy Drive Plano, Texas 75024-3698
Vice-President - Controller	W. J. Alcorn	6501 Legacy Drive Plano, Texas 75024-3698
Vice-President - Real Estate	N.M. Lowenkron	6501 Legacy Drive Plano, Texas 75024-3698
Vice-President	P. A. Steinmetz	6501 Legacy Drive Plano, Texas 75024-3698
Vice President	R.P. O'Leary	6501 Legacy Drive Plano, Texas 75024-3698
Secretary	E. S. Jones	6501 Legacy Drive Plano, Texas 75024-3698
Assistant Treasurer	S. F. Walsh	6501 Legacy Drive Plano, Texas 75024-3698
Assistant Secretary	S. R. Virkar	6501 Legacy Drive Plano, Texas 75024-3698
Assistant Secretary	J. J. Vawrinek	6501 Legacy Drive Plano, Texas 75024-3698
Director	P. M. McGrath	6501 Legacy Drive Plano, Texas 75024-3698
Director	G.F. Kapplinger	6501 Legacy Drive Plano, Texas 75024-3698
Director	P. M. Steinmetz	6501 Legacy Drive Plano, Texas 75024-3698

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