SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER SEPTEMBER 15, 1999.

AMOUNT DUE ON OR BEFORE 09/15/99: \$550 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$750).

PROFIT CORPORATION ANNUAL REPORT

1999



FLORIDA DEPARTMENT OF STATE

Katherine Harris

Secretary of State DIVISION OF CORPORATIONS

DOCUMENT #

Kirkland's of Panama City Mall, Panama City, Fl, INC.

Principal Place of Business

Mailing Address

FILED Aug 04, 1999 8:00 am Secretary of State

08-04-1999 90006 041 ***550.00

805 NORTH PARKWAY JACKSON TN 38305		PO BOX 7222 JACKSON TN 38308 US		DO NOT WRITE IN THIS SPACE 3. Date Incorporated or Qualified			
					05/30/1995		
2. Principal Place of Business 2a. Mailing Address					4, FEI Number		Applied For
21		26			59-3305777		Not Applicable
Suite, Apt. #, etc.		Suite, Apt. #, etc.	Suite, Apt. #, etc.		5. Certificate of Status Desired \$8.75 Additional Fee Required		
City & State City & State					- Floring Country Floring		
23		28	28		6. Election Campaign Financing \$5.00 May Be Trust Fund Contribution Added to Fees		
Zip 24	Country	Zip	Coun	try	8. This corporation owes the current year Intangible Personal Property. Yes No		
	9. Name and Address of Currer	nt Registered Agent		10. Name and Address of New Registered Agent			
			1	81 Name			
C T CORPORATION SYSTEM) ,	32 Street Add	2 Street Address (P.O. Box Number is Not Acceptable)		
1200 SOUTH PINE ISLAND ROAD			L				
PLANTATION FL 33324			1	13			
			ļ	34 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 age		` _	d Agent signature rec	puired when reinstating)	DATE	ECTOPS IN 12
12.		OFFICERS AND DIRECTORS 13.			ADDITIONS/CHANGES TO OFFI		
TITLE	PD CAP	DELETE 1.1 TIT		\ \	Change Addition		
NAME	KIRKLAND, CARL			_			
STREET ADDRESS				ET ADDRESS			
CITY-ST-ZIP				-ST-ZiP	Change Addition		
TITLE	V DELETE 2.1.TI				Change Addition		
NAME	PUGH, LOWELL 22N						
STREET ADDRESS	000 11 7 11 11 11 11 11			ET ADDRESS	0 1		
-CiTY-ST-ZIP				-ST-ZIP			ange Addition
TITLE	SDV	DELETE	3.1 TITL	1	L/ 1.00	Cn	ange L Addition
NAME	ALDERSON, ROBERT		3.2 NAA		A PORT		į
STREET ADDRESS	805 NORTH PARKWAY	,	1	ET ADDRESS	Hoched		
CITY-ST-ZiP	JACKSON TN		3.4 CITY 4.1 TITL				ange Addition
TITLE	T COORDING COMME	☐ DELETE	4.1 111L	•	U ^o		argo L Addition
NAME OTDEET ADDOCCO	SCOGGINS, CONNIE			EET ADDRESS			
STREET ADDRESS	805 N PARKWAY		ŀ		•		ĺ
TITLE				-ST-ZIP	Change Addition		
NAME		DELETE	5.2 NAM	l			ange L Addition
1				ET ADDRESS			
STREET ADDRESS			5.4 CIT	l			,
CITY-ST-ZIP TITLE		T BELETE	5.4 CI 7				ange Addition
		DELETE	6.2 NAM	f		L.,J Cn	ange LI Awanton
NAME							}
STREET ADDRESS			1	ET ADDRESS			1
CITY-ST-ZIP	atif. Al. a the information grantical with	this filler does not availed for t	6.4 CIT		ction 119 07/3Vi) Florida Statutes furth	er cortify that the	Information

indicated on this annual report or supplies whith one into incompation stated in section 113.07(3)(i), Florida Statutes, I further certify that me 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.

SIGNATURE:

7-21-99

901-668-2444

KIRKLAND'S, INC.

805 N. PARKWAY

P.O. BOX 7222

JACKSON, TENNESSEE 38308-7222

(901) 668-2444

FAX:

ADMIN/LEASING PURCHASING ACCTS. PAYABLE

(901) 664-9345 (901) 668-5071 (901) 664-4480

SALES AUDIT

INVENTORY CONTROL

Chariman/CEO:

OFFICERS:

Carl Kirkland 805 North Parkway Jackson, TN 38305

President/COO:

Robert Alderson 805 North Parkway Jackson, TN 38305

Chief Financial Officer:

Reynolds Faulkner 805 North Parkway Jackson, TN 38305

Asst. Vice President/Secretary:

Lowell Pugh 805 North Parkway Jackson, TN 38305

Treasurer:

Connie Scoggins 805 North Parkway Jackson, TN 38305

DIRECTORS:

ALDERSON, ROBERT Kirkland's, Inc. 805 North Parkway Jackson, TN 38305 MCGRATH, ALEXANDER Capital Resource Partners 85 Merrimac Street, Suite 200 Boston, MA 02114

KIRKLAND, CARL Kirkland's, Inc. 805 North Parkway Jackson, TN 38305 MUSSAFER, DAVID
Advent International Corporation
101 Federal Street
Boston, MA 02110

ORR, R. WILSON, III SSM Corporation 845 Crossover Lane, Suite 140 Memphis, TN 38117 OSWALD, JOHN P. CT Capital International, Inc. 575 5th Ave., 40th Floor New York, NY 10017

FAULKER, REYNOLDS C. Kirkland's, Inc. 805 North Parkway Jackson, TN 38305