2004 FOR PROFIT CORPORATION **ANNUAL REPORT**

May 10, 2004 8:00 am Secretary of State DOCUMENT # P02000109505 05-10-2004 90459 019 ***150.00 1. Entity Name BJ'S FL DISTRIBUTION CENTER, INC. Mailing Address Principal Place of Business ONE MERCER ROAD ONE MERCER ROAD Recorded to NATICK, MA 01760 NATICK, MA 01760 04152004 No Cha-P CR2E034 (10/03) DO NOT WRITE IN THIS SPACE 4. FEI Number Applied For 13-4241517 Not Applicable \$8.75 Additional 5. Certificate of Status Desired Fee Required 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. Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating) DATE **\$5.00** May Be 9. Election Campaign Financing FILE NOW!!! FEE IS \$150.00 Trust Fund Contribution. After May 1, 2004 Fee will be \$550.00 Added to Fees OFFICERS AND DIRECTORS 10. TITLE NAME WEDGE, MICHAEL T STREET ADDRESS ONE MERCER ROAD NATICK, MA 01760 CITY-ST-7IP TITLE SILK, ARTHUR T JR NAME STREET ADDRESS ONE MERCER ROAD NATICK, MA 01760 CITY-ST-ZIP TITLE NAME FORWARD, FRANK D ONE MERCER ROAD STREET ADDRESS DO NOT WRITE CITY-ST-ZIP NATICK, MA 01760 TITLE IN THIS SPACE WALKER, KELLYE L NAME ONE MERCER ROAD STREET ADDRESS NATICK, MA 01760 CITY-ST-7JP TITLE isa m. Bires NAME one mercel Ld STREET ADDRESS CITY-ST-7IP natulo, ma. TITLE NAME STREET ADDRESS CITY-ST-ZIP 12. 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 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 in changed, or on an attachment with an address, with all other like empowered.

FILED

BL'S FL DISTRIBUTION CENTER, INC. A Florida Corp. A Florida Corp. A CLUT 3760

TITLE	OFFICER'S NAME	BUSINESS ADDRESS
President	Michael T. Wedge	One Mercer Road Natick, MA 01760
Executive Vice President	Frank D. Forward	One Mercer Road Natick, MA 01760
Sr. Vice President	George L. Drummey	One Mercer Road Natick, MA 01760
Sr. Vice President	Christina M. Neppl	One Mercer Road Natick, MA 01760
Sr. Vice President	Arthur T. Silk, Jr.	One Mercer Road Natick, MA 01760
Vice President	Lisa M. Bires	One Mercer Road Natick, MA 01760
Vice President	John A. Brent	One Mercer Road Natick, MA 01760
Treasurer	Arthur T. Silk, Jr.	One Mercer Road Natick, MA 01760
Secretary	Kellye L. Walker	One Mercer Road Natick, MA 01760
Assistant Secretary	John A. Brent	One Mercer Road Natick, MA 01760
Assistant Secretary	Arthur T. Silk, Jr.	One Mercer Road Natick, MA 01760
Assistant Treasurer	John A. Brent	One Mercer Road Natick, MA 01760
	DIRECTOR'S NAME	
	Michael T. Wedge	One Mercer Road Natick, MA 01760
	Frank D. Forward	One Mercer Road Natick, MA 01760
	Kellye L. Walker	One Mercer Road Natick, MA 01760

^{*} NOTE: ALL OFFICERS HOLD OFFICE UNTIL THE NEXT ANNUAL MEETING OF THE BOARD OF DIRECTORS IN 2004 AND UNTIL THEIR SUCCESSORS ARE ELECTED AND QUALIFIED.