

**FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00**

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95 MAY -1 AM 9:55

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

|  |   |  |
|--|---|--|
| CORPORATION<br><b>ANNUAL REPORT</b><br><b>1995</b> |  | FLORIDA DEPARTMENT OF STATE<br>Sandra B. Mathman<br>Secretary of State<br>DIVISION OF CORPORATIONS |
|--|---|--|

**DOCUMENT # P02875 (3)**

1. Corporation Name  
**DAYTON HUDSON CORPORATION**

|   |   |
|---|---|
| Principal Place of Business   | Mailing Address   |
| <b>777 NICOLLET MALL #1400<br/>CORPORATE TAX DEPT.<br/>MINNEAPOLIS MN 55402</b> | <b>777 NICOLLET MALL #1400<br/>CORPORATE TAX DEPT.<br/>MINNEAPOLIS MN 55402</b> |

DO NOT WRITE IN THIS SPACE

|                                |                       |
|--------------------------------|-----------------------|
| 2. Principal Place of Business | 2a. Mailing Address   |
| 21 Suite, Apt #, etc.          | 25 Suite, Apt #, etc. |
| 22 City & State                | 26 City & State       |
| 23 Zip                         | 27 Country            |
| 24                             | 28                    |
| 25                             | 29                    |
| 26                             | 30                    |

|  |  |
|--|--|
| 3. Date Incorporated or Qualified<br><b>07/31/1984</b>   | 3a. Date of Last Report<br><b>05/01/1994</b> |
| 4. FEI Number<br><b>41-0215170</b>   | Applied For<br>Not Applicable                |
| 5. Certificate of Status Desired <input type="checkbox"/>  | <b>\$8.75 Additional Fee Required</b>        |
| 6. Election Campaign Financing<br>Trust Fund Contribution <input type="checkbox"/>   | <b>\$5.00 May Be Added to Fees</b>           |
| 8. This corporation has liability for intangible tax under S. 199.032, Florida Statutes <input type="checkbox"/> Yes <input type="checkbox"/> No |  |

9. Name and Address of Current Registered Agent

**CT CORPORATION SYSTEM  
1200 S. PINE ISLAND ROAD  
PLANTATION FL 33324**

10. Name and Address of New Registered Agent

|   |             |
|---|-------------|
| 81 Name   | 85 Zip Code |
| 82 Street Address (P.O. Box Number is Not Acceptable) | <b>FL</b>   |
| 83  |             |
| 84 City   |             |

11. Pursuant to the provisions of Sections 607.0602 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 \_\_\_\_\_ DATE \_\_\_\_\_

12. OFFICERS AND DIRECTORS

|                |                           |
|----------------|---------------------------|
| TITLE          | <b>P</b>                  |
| NAME           | <b>WATSON, STEPHEN E.</b> |
| STREET ADDRESS | <b>777 NICOLLET MALL</b>  |
| CITY, ST, ZIP  | <b>MINNEAPOLIS MN</b>     |
| TITLE          | <b>CCO</b>                |
| NAME           | <b>MACKE, KENNETH A.</b>  |
| STREET ADDRESS | <b>777 NICOLLET MALL</b>  |
| CITY, ST, ZIP  | <b>MINNEAPOLIS MN</b>     |
| TITLE          | <b>VP</b>                 |
| NAME           | <b>WINGATE, EDWIN H.</b>  |
| STREET ADDRESS | <b>777 NICOLLET MALL</b>  |
| CITY, ST, ZIP  | <b>MINNEAPOLIS MN</b>     |
| TITLE          | <b>VP</b>                 |
| NAME           | <b>BARKELEW, ANN H.</b>   |
| STREET ADDRESS | <b>777 NICOLLET MALL</b>  |
| CITY, ST, ZIP  | <b>MINNEAPOLIS MN</b>     |
| TITLE          | <b>VCS</b>                |
| NAME           | <b>HALE, JAMES T.</b>     |
| STREET ADDRESS | <b>777 NICOLLET MALL</b>  |
| CITY, ST, ZIP  | <b>MINNEAPOLIS MN</b>     |
| TITLE          | <b>D</b>                  |
| NAME           | <b>ROLLWAGEN, JOHN</b>    |
| STREET ADDRESS | <b>808 2ND AVE SO</b>     |
| CITY, ST, ZIP  | <b>MINNEAPOLIS MN</b>     |

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

|                   |  |
|-------------------|--|
| 11 TITLE          | <input type="checkbox"/> Change <input type="checkbox"/> Addition            |
| 12 NAME           |  |
| 13 STREET ADDRESS |  |
| 14 CITY, ST, ZIP  |  |
| 21 TITLE          | <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition |
| 22 NAME           | <b>CEO</b>   |
| 23 STREET ADDRESS | <b>Robert J. Ulrich</b>  |
| 24 CITY, ST, ZIP  | <b>777 Nicollet Mall</b>   |
| 31 TITLE          | <input type="checkbox"/> Change <input type="checkbox"/> Addition            |
| 32 NAME           |  |
| 33 STREET ADDRESS |  |
| 34 CITY, ST, ZIP  |  |
| 41 TITLE          | <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition |
| 42 NAME           | <b>SVP</b>   |
| 43 STREET ADDRESS | <b>Douglas A. Scovanner</b>  |
| 44 CITY, ST, ZIP  | <b>777 Nicollet Mall</b>   |
| 51 TITLE          | <input type="checkbox"/> Change <input type="checkbox"/> Addition            |
| 52 NAME           |  |
| 53 STREET ADDRESS |  |
| 54 CITY, ST, ZIP  |  |
| 61 TITLE          | <input type="checkbox"/> Change <input type="checkbox"/> Addition            |
| 62 NAME           |  |
| 63 STREET ADDRESS |  |
| 64 CITY, ST, ZIP  |  |

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 111(07)(b), 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 of this report, or on an attachment with no additions.

SIGNATURE: *Jack N. Reif* Jack N. Reif Assistant Treasurer 4/21/95 612/370-6930

702575

**DAYTON HUDSON CORPORATION**

**OFFICERS & DIRECTORS**

**OFFICERS**

|                      |   |                                    |
|----------------------|---|------------------------------------|
| Robert J. Ulrich     | Chairman of the Board and CEO                                 | 777 Nicollet Mall, Mpls., MN 55402 |
| Stephen E. Watson    | President   | 777 Nicollet Mall, Mpls., MN 55402 |
| James T. Hale        | Sr. Vice Pres. Law General<br>Counsel and Corporate Secretary | 777 Nicollet Mall, Mpls., MN 55402 |
| Gerald L. Storch     | Senior Vice President   | 777 Nicollet Mall, Mpls., MN 55402 |
| Edwin H. Wingate     | Senior Vice President   | 777 Nicollet Mall, Mpls., MN 55402 |
| Douglas A. Scovanner | Senior Vice President Finance<br>and CFO                      | 777 Nicollet Mall, Mpls., MN 55402 |
| L. Fred Hamacher     | Vice President  | 777 Nicollet Mall, Mpls., MN 55402 |
| William E. Harder    | VP & Assistant Secretary                                      | 777 Nicollet Mall, Mpls., MN 55402 |
| JoAnn Bogdan         | Controller  | 777 Nicollet Mall, Mpls., MN 55402 |
| William P. Hise      | Assistant Secretary   | 777 Nicollet Mall, Mpls., MN 55402 |
| Stephen C. Kowalke   | Treasurer   | 777 Nicollet Mall, Mpls., MN 55402 |
| Jack N. Reif         | Assistant Treasurer   | 777 Nicollet Mall, Mpls., MN 55402 |

**DIRECTORS**

|                          |  |
|--------------------------|--|
| Rand V. Araskog          | 320 Park Avenue, New York, NY 10022                    |
| Robert A. Burnett        | Locust at 17th, Des Moines, IA                         |
| Livio D. DeSimone        | 3M Center, Bldg. 220-14W-05.<br>St. Paul, MN 55144     |
| Roger A. Enrico          | 7701 Legacy Drive<br>Plano, TX 75024                   |
| Roger L. Hale            | P. O. Box 1452, Mpls., MN 55440                        |
| Donald J. Hall           | P. O. Box 419580, Kansas City, MO 64141                |
| Betty Ruth Hollander     | One Omega Drive, Stamford, CT 06907                    |
| Michele J. Hooper        | 2215 Sanders Rd., Suite 400<br>Northbrook, IL 60062    |
| Mary Patterson McPherson | Bryn Mawr College, Taylor Hall,<br>Bryn Mawr, PA 19010 |
| Robert J. Ulrich         | 33 South 6th Street<br>Minneapolis, MN 55402           |
| John R. Walter           | 77 West Wacker Drive<br>Chicago, IL 60601              |
| Stephen E. Watson        | 777 Nicollet Mall, Mpls., MN 55402                     |

June 1994