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PROFIT
CORPORATION
ANNUAL REPORT
1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # P14049

(1)

1. Corporation Name

HANCOCK FABRICS, INC.

Principal Place of Business

3406 WEST MAIN
P.O. BOX 2400
TUPELO MS 38803-2400

Mailing Address

3406 WEST MAIN
P.O. BOX 2400
TUPELO MS 38803-2400
US

2. Principal Place of Business

21 Suite, Apt. #, etc.

22 City & State

23 Zip Country

24 25

2a. Mailing Address

26 Suite, Apt. #, etc.

27 City & State

28 Zip Country

29 30

9. Name and Address of Current Registered Agent

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

3. Date Incorporated or Qualified

04/15/1987

3a. Date of Last Report

09/04/1996

4. FEI Number

64-0740905

Applied For

Not Applicable

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 has liability for intangible tax under s. 199.032, Florida Statutes

Yes No

10. Name and Address of New Registered Agent

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

TITLE CEO
NAME JARVIS, MORRIS O
STREET ADDRESS 3406 W. MAIN STREET
CITY-ST-ZIP TUPELO MS

DELETE

TITLE VD
NAME BUSBY, JACK W
STREET ADDRESS 3406 W. MAIN STREET
CITY-ST-ZIP TUPELO MS

DELETE

TITLE P
NAME KIRK, LARRY G
STREET ADDRESS 3406 W. MAIN STREET
CITY-ST-ZIP TUPELO MS

DELETE

TITLE ST
NAME FAIR, LARRY D
STREET ADDRESS 3406 W. MAIN STREET
CITY-ST-ZIP TUPELO MS

DELETE

TITLE V
NAME MORGAN, BILLY M
STREET ADDRESS 3406 W. MAIN STREET
CITY-ST-ZIP TUPELO MS

DELETE

TITLE V
NAME SMOTHERS, WILLIAM D
STREET ADDRESS 3406 W. MAIN STREET
CITY-ST-ZIP TUPELO MS

DELETE

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE Chairman of the Board

1.2 NAME

1.3 STREET ADDRESS

1.4 CITY-ST-ZIP

2.1 TITLE

2.2 NAME

2.3 STREET ADDRESS

2.4 CITY-ST-ZIP

3.1 TITLE President & CEO

3.2 NAME

3.3 STREET ADDRESS

3.4 CITY-ST-ZIP

4.1 TITLE VP

4.2 NAME

4.3 STREET ADDRESS

4.4 CITY-ST-ZIP

5.1 TITLE Secretary

5.2 NAME Ellen J. Kennedy

5.3 STREET ADDRESS 3406 W. Main Street

5.4 CITY-ST-ZIP Tupelo, MS 38803-2400

6.1 TITLE CFO & Treasurer

6.2 NAME Bruce D. Smith

6.3 STREET ADDRESS 3406 West Main Street

6.4 CITY-ST-ZIP Tupelo, MS 38803-2400

14. I do 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.

SIGNATURE [Signature]

FILED
May 13 1997 8:00am
Secretary of State



CR2E034 (9/96)