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FILED

May 13 1998 8:00am
Secretary of State

PROFIT
CORPORATION
ANNUAL REPORT
1998



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

DOCUMENT # P18500 (9)
1. Corporation Name
BOOT COUNTRY USA, INC.



Principal Place of Business
2910 SCOTTSVILLE RD
BOWLING GREEN KY 42104-4412

Mailing Address
P.O. BOX 198748
NASHVILLE TN 37219-8748
US

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified
03/21/1988

2. Principal Place of Business

21 Suite, Apt. #, etc.

22 City & State

23 Zip

Country

2a. Mailing Address

26 Suite, Apt. #, etc.

27 City & State

28 Zip

Country

4. FEI Number

61-0724717

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 owes or has paid the current year Intangible
Personal Property Tax due June 30. ☐ Yes ☐ 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

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 P
NAME BADOVINUS, WAYNE
STREET ADDRESS 172 SECOND AVENUE., SUITE 300
CITY-ST-ZIP NASHVILLE TN 37201

☒ DELETE

TITLE T
NAME SHANKS, EARL
STREET ADDRESS 6300 SEARS TOWER
CITY-ST-ZIP CHICAGO IL

☒ DELETE

TITLE VP
NAME SWITZER, LARRY K
STREET ADDRESS 6300 SEARS TOWER
CITY-ST-ZIP CHICAGO IL

☒ DELETE

TITLE C
NAME GOSSE, GARY II
STREET ADDRESS 172 SECOND AVENUE., SUITE 300
CITY-ST-ZIP NASHVILLE TN 37201

☒ DELETE

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

☐ DELETE

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

☐ DELETE

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE ☐ Change ☒ Addition

1.2 NAME Ken Davis

1.3 STREET ADDRESS 172 Second Ave N., Suite 300

1.4 CITY-ST-ZIP Nashville, TN 37219

2.1 TITLE CFO/S/T ☐ Change ☒ Addition

2.2 NAME Patricia A. Osborne

2.3 STREET ADDRESS 172 Second Ave. N., Suite 300

2.4 CITY-ST-ZIP Nashville, TN 37219

3.1 TITLE ☐ Change ☐ Addition

3.2 NAME

3.3 STREET ADDRESS

3.4 CITY-ST-ZIP

4.1 TITLE ☐ Change ☐ Addition

4.2 NAME

4.3 STREET ADDRESS

4.4 CITY-ST-ZIP

5.1 TITLE ☐ Change ☐ Addition

5.2 NAME

5.3 STREET ADDRESS

5.4 CITY-ST-ZIP

6.1 TITLE ☐ Change ☐ Addition

6.2 NAME

6.3 STREET ADDRESS

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.

SIGNATURE

[Signature]

4/22/98

(615) 334-1158

CR2E034 (10/97)