
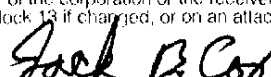


FILED

Mar 11 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997		 FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS	
DOCUMENT # P20178		(0)	
1. Corporation Name BURDINE'S REAL ESTATE II, INC.			
Principal Place of Business %FEDERATED DEPARTMENT STORES, INC. 7 WEST SEVENTH STREET CINCINNATI OH 45202		Mailing Address %FEDERATED DEPARTMENT STORES, INC. 7 WEST SEVENTH STREET CINCINNATI OH 45202-2424	
2. Principal Place of Business		2a. Mailing Address	
21	Suite, Apt. #, etc.	26	Suite, Apt. #, etc.
22	City & State	27	City & State
23	Zip	28	Zip
24	Country	29	Country
9. Name and Address of Current Registered Agent			
CT CORPORATION SYSTEM 1200 S. PINE ISLAND ROAD PLANTATION FL 33324		81	Name
		82	Street Address
		83	
		84	City
11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation or registered agent, or both, in the State of Florida. Such change was authorized by the corporate agent. I am familiar with and accept the obligations of Section 607.0505, Florida Statutes.			
SIGNATURE _____ (NOTE: Registered Agent signature required)			
12. OFFICERS AND DIRECTORS			
TITLE	PD	<input type="checkbox"/> DELETE	13. 1.1 TITLE
NAME	BRODERICK, DENNIS J.		1.2 NAME
STREET ADDRESS	7 WEST SEVENTH STREET		1.3 STREET ADDRESS
CITY- ST- ZIP	CINCINNATI OH		1.4 CITY- ST- ZIP
TITLE	V	<input type="checkbox"/> DELETE	2.1 TITLE
NAME	SEPPELT, ROBERT C.		2.2 NAME
STREET ADDRESS	7 WEST SEVENTH STREET		2.3 STREET ADDRESS
CITY- ST- ZIP	CINCINNATI OH		2.4 CITY- ST- ZIP
TITLE	VDS	<input type="checkbox"/> DELETE	3.1 TITLE
NAME	SIMS, JOHN R.		3.2 NAME
STREET ADDRESS	7 WEST 7TH ST.		3.3 STREET ADDRESS
CITY- ST- ZIP	CINCINNATI OH		3.4 CITY- ST- ZIP
TITLE	VT	<input type="checkbox"/> DELETE	4.1 TITLE
NAME	HOGUET, KAREN M		4.2 NAME
STREET ADDRESS	7 WEST SEVENTH STREET		4.3 STREET ADDRESS
CITY- ST- ZIP	CINCINNATI OH		4.4 CITY- ST- ZIP
TITLE	AS	<input type="checkbox"/> DELETE	5.1 TITLE
NAME	ZIERMAIER, KLAUS		5.2 NAME
STREET ADDRESS	7 WEST SEVENTH STREET		5.3 STREET ADDRESS
CITY- ST- ZIP	CINCINNATI OH		5.4 CITY- ST- ZIP
TITLE	AS	<input type="checkbox"/> DELETE	6.1 TITLE
NAME	COX, JACK B.		6.2 NAME
STREET ADDRESS	7 WEST SEVENTH STREET		6.3 STREET ADDRESS
CITY- ST- ZIP	CINCINNATI OH		6.4 CITY- ST- ZIP
14. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated information indicated on this annual report or supplemental annual report is true and accurate and that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report appears in Block 12 or Block 13 if changed, or on an attachment with an address.			
SIGNATURE: 		Jack B. Cox, Assistant	
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR			



CR2E034 (9/96)