FILE NOW: FILING FEE AFTER MAY 1 IS $550.00

PROFIT CORPORATION ANNUAL REPORT 1998

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

FILED
98 JUN 24 PM 2:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # P23453

1. Corporation Name
Pier Group, Inc.

Principal Place of Business | Mailing Address

3. Date Incorporated or Qualified: 2/14/89	3a. Date of Last Report: 12/5/97
4. FEI Number: 51-03167700	☐ 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	

2. Principal Place of Business	2a. Mailing Address
21 c/o Pier 1 Imports Inc	26 Attn: Tax Dept
Suite, Apt #, etc. 22 301 Commerce St, Suite 600	Suite, Apt #, etc. 27 P.O. Box 961020
City & State 23 Ft. Worth, Tx	City & State 28 Ft. Worth Tx
Zip 24 76102 / Country 25 USA	Zip 29 76161-0020 / Country 30 USA

9. Name and Address of Current Registered Agent

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301

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			13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	Director/Chairman/CEO	☐ DELETE	1.1 TITLE	☐ Change ☐ Addition
NAME	Clark A. Johnson		1.2 NAME	
STREET ADDRESS	301 Commerce St., Suite 600		1.3 STREET ADDRESS	
CITY-ST-ZIP	Ft. Worth, Tx 76102		1.4 CITY-ST-ZIP	
TITLE	Director/Pres/COO	☐ DELETE	2.1 TITLE	☐ Change ☐ Addition
NAME	Marvin J. Girouard		2.2 NAME	200002575822--6
STREET ADDRESS	301 Commerce St. Suite 600		2.3 STREET ADDRESS	-06/30/98--01022--022
CITY-ST-ZIP	Ft. Worth, Tx 76102		2.4 CITY-ST-ZIP	****558.75 ****558.75
TITLE	Sr. V.P/Treas/CFO	☐ DELETE	3.1 TITLE	☐ Change ☐ Addition
NAME	Stephen F. Mangum		3.2 NAME	
STREET ADDRESS	301 Commerce St. Suite 600		3.3 STREET ADDRESS	
CITY-ST-ZIP	Ft. Worth, Tx 76102		3.4 CITY-ST-ZIP	
TITLE	Sr. V.P/Secr	☐ DELETE	4.1 TITLE	☐ Change ☐ Addition
NAME	J. Rodney Lawrence		4.2 NAME	
STREET ADDRESS	301 Commerce St. Suite 600		4.3 STREET ADDRESS	
CITY-ST-ZIP	Ft. Worth, Tx 76102		4.4 CITY-ST-ZIP	
TITLE	Asst. Secr.	☐ DELETE	5.1 TITLE	☐ Change ☐ Addition
NAME	Michael A. Carter		5.2 NAME	
STREET ADDRESS	301 Commerce St. Suite 600		5.3 STREET ADDRESS	SC 6-24-98
CITY-ST-ZIP	Ft. Worth, Tx 76102		5.4 CITY-ST-ZIP	
TITLE		☐ DELETE	6.1 TITLE	☐ Change ☐ Addition
NAME			6.2 NAME	
STREET ADDRESS			6.3 STREET ADDRESS	
CITY-ST-ZIP			6.4 CITY-ST-ZIP	

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: Sr V.P 6-22-98 (817) 878-[illegible]