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May 08 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 # P24291

(7)

1. Corporation Name
DILLARD DEPARTMENT STORES, INC.



Principal Place of Business

%THE CORPORATION TRUST COMPANY
1209 ORANG STREET
WILMINGTON DE 19801

Mailing Address

%THE CORPORATION TRUST COMPANY
1209 ORANG STREET
WILMINGTON DE 19801-1120

3. Date Incorporated or Qualified
05/12/1989

3a. Date of Last Report
05/01/1996

2. Principal Place of Business

21 Suite, Apt. #, etc.

23 City & State

24 Zip

25 Country

2a. Mailing Address

26 Suite, Apt. #, etc.

28 City & State

29 Zip

30 Country

4. FEI Number

71-0388071

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

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	C	☐ DELETE
NAME	DILLARD, WILLIAM	
STREET ADDRESS	1600 CANTRELL RD.	
CITY - ST - ZIP	LITTLE ROCK AR	
TITLE	PD	☐ DELETE
NAME	DILLARD, WILLIAM, II	
STREET ADDRESS	1600 CANTRELL RD	
CITY - ST - ZIP	LITTLE ROCK AR	
TITLE	VD	☐ DELETE
NAME	DILLARD, ALEX	
STREET ADDRESS	1600 CANTRELL RD.	
CITY - ST - ZIP	LITTLE ROCK AR	
TITLE	VD	☐ DELETE
NAME	DILLARD, MIKE	
STREET ADDRESS	1600 CANTRELL RD	
CITY - ST - ZIP	LITTLE ROCK AR	
TITLE	VS	☐ DELETE
NAME	NELSON, STEVE	
STREET ADDRESS	1600 CANTRELL RD.	
CITY - ST - ZIP	LITTLE ROCK AR	
TITLE	VT	☐ DELETE
NAME	HAWKINS, JOHN	
STREET ADDRESS	1600 CANTRELL RD.	
CITY - ST - ZIP	LITTLE ROCK AR	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	☐ Change ☐ Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 CITY - ST - ZIP	
2.1 TITLE	☐ Change ☐ Addition
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY - ST - ZIP	
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 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 AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

4/29/97

Date

501-376-5579

Daytime Phone #

CR2E034 (9/96)

Dillard Department Stores, Inc.
Florida Corporation Annual Report
Officers & Directors
1997

12. OFFICERS AND DIRECTORS	
7.1 TITLE	V/S
7.2 NAME	Darr, James E., Jr.
7.3 ADDRESS	1600 Cantrell Road
7.4 CITY, STATE, ZIP	Little Rock, Arkansas 72203
8.1 TITLE	V/D
8.2 NAME	Freeman, James I.
8.3 ADDRESS	1600 Cantrell Road
8.4 CITY, STATE, ZIP	Little Rock, Arkansas 72203
9.1 TITLE	T
9.2 NAME	Helm, David
9.3 ADDRESS	1600 Cantrell Road
9.4 CITY, STATE, ZIP	Little Rock, Arkansas 72203
10.1 TITLE	D
10.2 NAME	Corbusier, Drue
10.3 ADDRESS	1600 Cantrell Road
10.4 CITY, STATE, ZIP	Little Rock, Arkansas 72203
11.1 TITLE	D
11.2 NAME	Clyde, Calvin N., Jr.
11.3 ADDRESS	1600 Cantrell Road
11.4 CITY, STATE, ZIP	Little Rock, Arkansas 72203
12.1 TITLE	D
12.2 NAME	Connor, Robert C.
12.3 ADDRESS	1600 Cantrell Road
12.4 CITY, STATE, ZIP	Little Rock, Arkansas 72203
13.1 TITLE	D
13.2 NAME	Davis, Will D.
13.3 ADDRESS	1600 Cantrell Road
13.4 CITY, STATE, ZIP	Little Rock, Arkansas 72203
14.1 TITLE	D
14.2 NAME	Hessels, J. M.
14.3 ADDRESS	1600 Cantrell Road
14.4 CITY, STATE, ZIP	Little Rock, Arkansas 72203
15.1 TITLE	D
15.2 NAME	Harrison, William B., Jr.
15.3 ADDRESS	1600 Cantrell Road
15.4 CITY, STATE, ZIP	Little Rock, Arkansas 72203
16.1 TITLE	D
16.2 NAME	Johnson, John H.
16.3 ADDRESS	1600 Cantrell Road
16.4 CITY, STATE, ZIP	Little Rock, Arkansas 72203
17.1 TITLE	D
17.2 NAME	Kemp, E. Ray, Jr.
17.3 ADDRESS	1600 Cantrell Road
17.4 CITY, STATE, ZIP	Little Rock, Arkansas 72203
18.1 TITLE	D
18.2 NAME	Sutton, William H.
18.3 ADDRESS	1600 Cantrell Road
18.4 CITY, STATE, ZIP	Little Rock, Arkansas 72203
19.1 TITLE	D
19.2 NAME	Hammershmidt, John Paul
19.3 ADDRESS	1600 Cantrell Road
19.4 CITY, STATE, ZIP	Little Rock, Arkansas 72203