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FILED
May 17, 1999 8:00 am
Secretary of State

05-17-1999 90028 002 ***150.00

PROFIT
CORPORATION
ANNUAL REPORT
1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # P24291 (7)

1. Corporation Name

DILLARD S, INC. ✓

Principal Place of Business

Mailing Address

The Corporation Trust Company
1209 Orang Street
Wilmington, DE 19801

The Corporation Trust Co.
1209 1209 Orang Street
Wilmington, DE 19801

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified

05-12-1989

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 owes the current year Intangible
Personal Property Tax. ☒ Yes ☐ No

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

CT Corporation System
1200 S. Pine Island Road
Plantation FL 33324

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	☐ DELETE	1.1 TITLE	☐ Change ☐ Addition
NAME	SEE ATTACHED	1.2 NAME	☐ Change ☐ Addition
STREET ADDRESS		1.3 STREET ADDRESS	
CITY-ST-ZIP		1.4 CITY-ST-ZIP	
TITLE	☐ DELETE	2.1 TITLE	☐ Change ☐ Addition
NAME		2.2 NAME	☐ Change ☐ Addition
STREET ADDRESS		2.3 STREET ADDRESS	
CITY-ST-ZIP		2.4 CITY-ST-ZIP	
TITLE	☐ DELETE	3.1 TITLE	☐ Change ☐ Addition
NAME		3.2 NAME	☐ Change ☐ Addition
STREET ADDRESS		3.3 STREET ADDRESS	
CITY-ST-ZIP		3.4 CITY-ST-ZIP	
TITLE	☐ DELETE	4.1 TITLE	☐ Change ☐ Addition
NAME		4.2 NAME	☐ Change ☐ Addition
STREET ADDRESS		4.3 STREET ADDRESS	
CITY-ST-ZIP		4.4 CITY-ST-ZIP	
TITLE	☐ DELETE	5.1 TITLE	☐ Change ☐ Addition
NAME		5.2 NAME	☐ Change ☐ Addition
STREET ADDRESS		5.3 STREET ADDRESS	
CITY-ST-ZIP		5.4 CITY-ST-ZIP	
TITLE	☐ DELETE	6.1 TITLE	☐ Change ☐ Addition
NAME		6.2 NAME	☐ Change ☐ Addition
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		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, with all other like empowered.

SIGNATURE:

John H. Harris

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

4-22-99

Date

501-376-5333

Daytime Phone #

CR2E034 (11/98)

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DILLARD'S, INC.

OFFICERS

Name	Title	Street Address	P. O. Box	Home Address	Date Taking Office	Date Term Expires
William Dillard, II	Chief Operating Officer	1600 Cantrell Rd. Little Rock, AR 72201	P. O. Box 486 Little Rock, AR 72203	6 Edgehill Road Little Rock, AR 72207	5/16/98	5/15/99
Alex Dillard	President	1600 Cantrell Rd. Little Rock, AR 72201	P. O. Box 486 Little Rock, AR 72203	24 Edgehill Road Little Rock, AR 72207	5/16/98	5/15/99
Mike Dillard	Exec. Vice Pres.	1600 Cantrell Rd. Little Rock, AR 72201	P. O. Box 486 Little Rock, AR 72203	7 Riverview Point Little Rock, AR 72207	5/16/98	5/15/99
James I. Freeman	Sr. Vice Pres. Chief Financial Officer	1600 Cantrell Rd. Little Rock, AR 72201	P. O. Box 486 Little Rock, AR 72203	11 Athena Court Little Rock, AR 72207	5/16/98	5/15/99
William Dillard	Chairman	1600 Cantrell Rd. Little Rock, AR 72201	P.O. Box 486 Little Rock, AR 72203	22 Edgehill Road Little Rock, AR 72207	5/16/98	5/15/99
Paul J. Schroeder, Jr.	Vice President Secretary	1600 Cantrell Rd. Little Rock, AR 72201	P.O. Box 486 Little Rock, AR 72203	3 Hickory Hills Circle Little Rock, AR 72212	5/16/98	5/15/99
James W. Cherry, Jr.	Vice President	1600 Cantrell Rd. Little Rock, AR 72201	P.O. Box 486 Little Rock, AR 72203	1110 Shenandoah Valley Dr. Little Rock, AR 72212	5/16/98	5/15/99
John Hawkins	Treasurer	1600 Cantrell Rd. Little Rock, AR 72201	P.O. Box 486 Little Rock, AR 72203	Route 3, Box 419B Little Rock, AR 72211	5/16/98	5/15/99
Steven K. Nelson	Asst. Secretary	1600 Cantrell Rd. Little Rock, AR 72201	P.O. Box 486 Little Rock, AR 72203	7 Glade Court Little Rock, AR 72212	5/16/98	5/15/99
David Helm	Asst. Treasurer	1600 Cantrell Rd. Little Rock, AR 72201	P.O. Box 486 Little Rock, AR 72203	3807 Nitawood Little Rock, AR 72206	5/16/98	5/15/99

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DIRECTORS

Name	Principal Occupation	Address	Date Taking Office	Date Term Expires
William Dillard	Chairman of the Board Dillard, Inc.	P. O. Box 486 Little Rock, AR 72203	5/16/98	5/15/99
Drue Corbusier	Chairman - Fort Worth Division Dillard, Inc.	4501 North Beach Street Fort Worth, TX 76111	5/16/98	5/15/99
Calvin N. Clyde, Jr.	Chairman of the Board T. B. Butler Publishing Co.	P. O. Box 2030 Tyler, TX 75710	5/16/98	5/15/99
Robert C. Connor	Retired President Union National Bank, Little Rock	P. O. Box 1541 Little Rock, AR 72203	5/16/98	5/15/99
Will D. Davis	Partner Heath, Davis and McCalla, Attorneys	200 Perry-Brooks Building Austin, TX 78701	5/16/98	5/15/99
Alex Dillard	Executive Vice President Dillard, Inc.	P. O. Box 486 Little Rock, AR 72203	5/16/98	5/15/99
Mike Dillard	Executive Vice President Dillard, Inc.	P.O. Box 486 Little Rock, AR 72203	5/16/98	5/15/99
William Dillard, II	President & Chief Operating Officer Dillard, Inc.	P. O. Box 486 Little Rock, AR 72203	5/16/98	5/15/99
James I. Freeman	Senior Vice President, Chief Fin. Officer Dillard, Inc.	P. O. Box 486 Little Rock, AR 72203	5/16/98	5/15/99
William B. Harrison, Jr.	Executive Vice President Chemical Bank	270 Park Avenue, 8th Floor New York, NY 10017	5/16/98	5/15/99
John H. Johnson	President and Publisher Johnson Publishing Co., Inc.	820 South Michigan Avenue Chicago, IL 60605	5/16/98	5/15/99
E. Ray Kemp, Jr.	Retired Vice Chairman of the Board Dillard Department Stores, Inc.	P. O. Box 486 Little Rock, AR 72203	5/16/98	5/15/99
William H. Sutton	Managing Partner Friday, Eldredge & Clark, Attorneys	First Commercial Building, Suite 2000 Little Rock, AR 72201	5/16/98	5/15/99
John Paul Hammersmidt	Retired Member of Congress 3rd Congressional District of Arkansas	P. O. Box 999 Harrison, AR 72602	5/16/98	5/15/99
Jackson T. Stephens	Chairman of the Board Stephens, Inc.	111 Center Street Little Rock, AR 72201	5/16/98	5/15/99