

**2006 FOR PROFIT CORPORATION  
ANNUAL REPORT**

**FILED**  
**May 08, 2006 8:00 am**  
**Secretary of State**

05-08-2006 90297 044 \*\*\*150.00

|                                                               |                                                                                   |
|---------------------------------------------------------------|-----------------------------------------------------------------------------------|
| <b>DOCUMENT # P24291</b><br>1. Entity Name<br>DILLARD'S, INC. |  |
|---------------------------------------------------------------|-----------------------------------------------------------------------------------|

|                                                                                                            |                                                                                                |
|------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------|
| Principal Place of Business<br>%THE CORPORATION TRUST COMPANY<br>1209 ORANG STREET<br>WILMINGTON, DE 19801 | Mailing Address<br>%THE CORPORATION TRUST COMPANY<br>1209 ORANG STREET<br>WILMINGTON, DE 19801 |
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| <b>DO NOT WRITE IN THIS SPACE</b> |
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40087881



04122006 No Chg-P CR2E034 (11/05)

|                                                           |                                          |
|-----------------------------------------------------------|------------------------------------------|
| 4. FEI Number<br>71-0388071                               | Applied For<br>Not Applicable            |
| 5. Certificate of Status Desired <input type="checkbox"/> | <b>\$8.75</b> Additional<br>Fee Required |

|                                                                                                                                  |
|----------------------------------------------------------------------------------------------------------------------------------|
| 6. Name and Address of Current Registered Agent<br><br>CT CORPORATION SYSTEM<br>1200 S. PINE ISLAND ROAD<br>PLANTATION, FL 33324 |
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| <b>DO NOT WRITE<br/>IN THIS SPACE</b> |
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8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent.

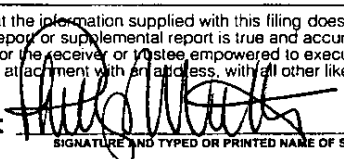
SIGNATURE \_\_\_\_\_ (NOTE: Registered Agent signature required when reinstating) DATE \_\_\_\_\_

|                                                                               |                                                                                                                           |
|-------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------|
| <b>FILE NOW!!! FEE IS \$150.00<br/>After May 1, 2006 Fee will be \$550.00</b> | 9. Election Campaign Financing<br>Trust Fund Contribution. <input type="checkbox"/> <b>\$5.00</b> May Be<br>Added to Fees |
|-------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------|

|                                                  |                                                                    |
|--------------------------------------------------|--------------------------------------------------------------------|
| <b>10. OFFICERS AND DIRECTORS</b>                |                                                                    |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY- ST- ZIP | CEO<br>DILLARD, WILLIAM, II<br>1600 CANTRELL RD<br>LITTLE ROCK, AR |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY- ST- ZIP | P<br>DILLARD, ALEX<br>1600 CANTRELL RD.<br>LITTLE ROCK, AR         |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY- ST- ZIP | VD<br>DILLARD, MIKE<br>1600 CANTRELL RD<br>LITTLE ROCK, AR         |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY- ST- ZIP | VS<br>NELSON, STEVE<br>1600 CANTRELL RD.<br>LITTLE ROCK, AR        |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY- ST- ZIP | VTAS<br>WISE, SHERRILL<br>1600 CANTRELL RD.<br>LITTLE ROCK, AR     |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY- ST- ZIP |                                                                    |

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| <b>DO NOT WRITE<br/>IN THIS SPACE</b> |
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12. I hereby certify that the information supplied with this filing does not qualify for the exemptions contained in Chapter 119, Florida Statutes. I further certify that the information indicated on this report or supplemental 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 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.

**SIGNATURE:**  **Phillip R. Watts** **4/28/06** **501 376-5544**  
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

ATTACHMENT

DILLARD'S, INC.

OFFICERS

40087881

# P 24201

| Name                   | Title                                     | Street<br>Address                               | Date<br>Taking<br>Office | Date<br>Term<br>Expires |
|------------------------|-------------------------------------------|-------------------------------------------------|--------------------------|-------------------------|
| William Dillard, II    | Chief Executive Officer                   | 1600 Cantrell Rd.<br>Little Rock, AR 72201      | 05/05                    | 05/06                   |
| Alex Dillard           | President                                 | 1600 Cantrell Rd.<br>Little Rock, AR 72201      | 05/05                    | 05/06                   |
| Mike Dillard           | Exec.<br>Vice Pres.                       | 1600 Cantrell Rd.<br>Little Rock, AR 72201      | 05/05                    | 05/06                   |
| Drue Corbusier         | Exec.<br>Vice Pres.                       | 4501 North Beach Street<br>Fort Worth, TX 76111 | 05/05                    | 05/06                   |
| James I. Freeman       | Sr. Vice Pres.<br>Chief Financial Officer | 1600 Cantrell Rd.<br>Little Rock, AR 72201      | 05/05                    | 05/06                   |
| Paul J. Schroeder, Jr. | Vice President<br>Secretary               | 1600 Cantrell Rd.<br>Little Rock, AR 72201      | 05/05                    | 05/06                   |
| James W. Cherry, Jr.   | Vice President                            | 1600 Cantrell Rd.<br>Little Rock, AR 72201      | 05/05                    | 05/06                   |
| Sherrill Wise          | Treasurer                                 | 1600 Cantrell Rd.<br>Little Rock, AR 72201      | 05/05                    | 05/06                   |
| Steven K. Nelson       | Asst. Secretary                           | 1600 Cantrell Rd.<br>Little Rock, AR 72201      | 05/05                    | 05/06                   |
| Phillip R. Watts       | Vice President                            | 1600 Cantrell Rd.<br>Little Rock, AR 72201      | 05/05                    | 05/06                   |

ATTACHMENT 40087881

DILLARD'S, INC.

DIRECTORS

#P24291

| Name                  | Principal Occupation                                                 | Address                                                      | Date<br>Taking<br>Office | Date<br>Term<br>Expires |
|-----------------------|----------------------------------------------------------------------|--------------------------------------------------------------|--------------------------|-------------------------|
| Robert C. Connor      | Retired President<br>Union National Bank, Little Rock                | P. O. Box 1541<br>Little Rock, AR 72203                      | 05/05                    | 05/06                   |
| Drue Corbusier        | Executive Vice President<br>Dillard, Inc.                            | 4501 North Beach Street<br>Fort Worth, TX 76111              | 05/05                    | 05/06                   |
| Will D. Davis         | Partner<br>Heath, Davis and McCalla, Attorneys                       | 200 Perry-Brooks Building<br>Austin, TX 78701                | 05/05                    | 05/06                   |
| Alex Dillard          | Executive Vice President<br>Dillard, Inc.                            | P. O. Box 486<br>Little Rock, AR 72203                       | 05/05                    | 05/06                   |
| Mike Dillard          | Executive Vice President<br>Dillard, Inc.                            | P.O. Box 486<br>Little Rock, AR 72203                        | 05/05                    | 05/06                   |
| William Dillard, II   | Chief Executive Officer/Chairman of the Board<br>Dillard, Inc.       | P. O. Box 486<br>Little Rock, AR 72203                       | 05/05                    | 05/06                   |
| James I. Freeman      | Senior V. Pres., Chief Fin. Officer<br>Dillard, Inc.                 | P. O. Box 486<br>Little Rock, AR 72203                       | 05/05                    | 05/06                   |
| John Paul Hammersmidt | Retired Member of Congress<br>3rd Congressional District of Arkansas | P. O. Box 999<br>Harrison, AR 72602                          | 05/05                    | 05/06                   |
| Peter R. Johnson      | Chairman and CEO<br>PRJ Holdings                                     | 600 Montgomery Street, 45th Floor<br>San Francisco, CA 94111 |                          |                         |
| Warren Stephens       | President/CEO<br>Stephens, Inc.                                      | 111 Center Street, 2nd Floor<br>Little Rock, AR 72201        | 05/05                    | 05/06                   |
| William H. Sutton     | Managing Partner<br>Friday, Eldredge & Clark, Attorneys              | Regions Bank Building, Suite 2000<br>Little Rock, AR 72201   | 05/05                    | 05/06                   |
| J. C. Watts           | Former Member of Congress<br>Chairman of J. C. Watts Companies       | 600 13th Street, NW, Suite 790<br>Washington, DC 20005       | 05/05                    | 05/06                   |