

FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

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

05-17-1999 90028 036 ***150.00

PROFIT CORPORATION ANNUAL REPORT 1999	FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # 849374 (4) ✓OK
 1. Corporation Name
 Wal-Mart Stores, Inc.

Principal Place of Business Dept. 8013 Tax Dept. Bentonville, AR 72716-8013	Mailing Address Dept. 8013 Tax Dept. Bentonville, AR 72716-8013
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DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified
06/08/81

21. Principal Place of Business Suite, Apt. #, etc. City & State Zip Country	2a. Mailing Address Suite, Apt. #, etc. City & State Zip Country
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4. FEI Number 71-0415188	Applied For <input type="checkbox"/> Not Applicable
5. Certificate of Status Desired	<input type="checkbox"/> \$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution	<input type="checkbox"/> \$5.00 May Be Added to Fees
8. This corporation owes the current year Intangible Personal Property Tax.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No

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
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	See Attached List	<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY - ST - ZIP		

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 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: David Bullington Date: 4/2/99 Daytime Phone #: 501-277-2765
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

CR2E034 (11/98)

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**Wal-Mart Stores, Inc.
Officers**

Samuel M. Walton Founder	(1918-1992)
James L. Walton Co-Founder	(1921-1995)
David D. Glass President and Chief Executive Officer	702 S.W. 8th Street Bentonville, AR 72716
S. Robson Walton Chairman of the Board	702 S.W. 8th Street Bentonville, AR 72716
Donald G. Soderquist Vice Chairman and Chief Operating Officer	702 S.W. 8th Street Bentonville, AR 72716

EXECUTIVE VICE PRESIDENTS

Paul R. Carter President - Wal-Mart Realty	702 S.W. 8th Street Bentonville, AR 72716
Thomas M. Coughlin Operations	702 S.W. 8th Street Bentonville, AR 72716
David Dible Specialty Division	702 S.W. 8th Street Bentonville, AR 72716
Tom Grimm President & Chief Executive Officer-Sam's	702 S.W. 8th Street Bentonville, AR 72716
Bobby L. Martin President and Chief Executive Officer - International Div.	702 S.W. 8th Street Bentonville, AR 72716
John B. Menzer Chief Financial Officer	702 S.W. 8th Street Bentonville, AR 72716
H. Lee Scott, Jr. President & Chief Executive Officer - Wal-Mart Stores Division	702 S.W. 8th Street Bentonville, AR 72716
Bob Connolly Merchandising	702 S.W. 8th Street Bentonville, AR 72716
Nick White Supercenter Division	702 S.W. 8th Street Bentonville, AR 72716

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SENIOR VICE PRESIDENTS

Michael Duke
Logistics

702 S.W. 8th Street
Bentonville, AR 72716

Joseph J. Fitzsimmons
Senior Vice President/Treasurer

702 S.W. 8th Street
Bentonville, AR 72716

Paul V. Higham
Marketing & Sales Promotion

702 S.W. 8th Street
Bentonville, AR 72716

Randall Mott
Information Systems

702 S.W. 8th Street
Bentonville, AR 72716

Coleman Peterson
Human Resources

702 S.W. 8th Street
Bentonville, AR 72716

Charles Rateliff
Benefits Administration

702 S.W. 8th Street
Bentonville, AR 72716

Robert K. Rhoads
General Counsel and Secretary

702 S.W. 8th Street
Bentonville, AR 72716

James A. Walker, Jr.
Controller

702 S.W. 8th Street
Bentonville, AR 72716

Other Officers

Jay Allen
VP Corporate Affairs

702 S.W. 8th Street
Bentonville, AR 72716

John Bell
Distribution Personnel

702 S.W. 8th Street
Bentonville, AR 72716

David Burghart
Vice President-Store Planning

702 S.W. 8th Street
Bentonville, AR 72716

David L. Bullington
Vice President of Taxes

702 S.W. 8th Street
Bentonville, AR 72716

**Wal-Mart Stores, Inc.
Directors**

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John A. Cooper, Jr.
Chairman of the Board
Cooper Communities, Inc.

1801 Forest Hills Blvd.
Bella Vista, AR 72714

Stephen Friedman
Senior Chairman of the Board
Goldman, Sachs & Co.

702 Southwest 8th Street
Bentonville, AR. 72716

Stanley C. Gault
Retired Chairman of the Board
The Goodyear Tire & Rubber Company

702 S.W. 8th Street
Bentonville, AR 72716

David D. Glass
President and Chief Executive Officer -- Wal-Mart Stores, Inc.

702 S.W. 8th Street
Bentonville, AR 72716

Frederick S. Humphries
President
Florida A & M University

400 Lee Hall
Tallahassee, FL 32307

E. Stanley Kroenke
President
The Kroenke Group

702 S.W. 8th Street
Bentonville, AR 72716

Elizabeth A. Sanders
President
The Sanders Partnership

P.O. Box 14
12835 Sutter Creek Rd.
Sutter Creek, CA 95685

Jack Shewmaker
Retired Vice Chairman -- Wal-Mart Stores, Inc.
Consultant

P.O. Box 1476
Rt. 4, Box 313 Hwy 72 East
Bentonville, AR 72712

Donald G. Soderquist
Vice Chairman and Chief Operating Officer -- Wal-Mart Stores, Inc.

702 S.W. 8th Street
Bentonville, AR 72716

Paula Stern
President
The Stern Group, Inc.

702 S.W. 8th Street
Bentonville, AR 72716

John T. Walton
Chairman of the Board
Quantum Partners, L.L.C.

1536 Sweetwater Rd. Ste. D105
National City, CA 91950-7621

S. Robson Walton
Chairman of the Board -- Wal-Mart Stores, Inc.

702 S.W. 8th Street
Bentonville, AR 72716

Jose Villareal
Akin, Gump, Strauss, Hauer & Feld, L.L.P.

300 Convent Street, Suite 1500
San Antonio, TX 78205

Roland Hernandez
Telemundo Group, Inc.

550 N. Brand Boulevard, Suite 1060
Glendale, CA 91203

Jeronimo Arango
Boulevard Manuel Avila Camacho #487
Primer Piso
Colonia Periodista

Delgacion Miguel Hdalgo
Mexico, D.F. 11220