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PROFIT CORPORATION ANNUAL REPORT 1999		FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # F94000000526

1. Corporation Name

CARMAX AUTO SUPERSTORES, INC.

Principal Place of Business

Mailing Address

4900 COX RD
GLEN ALLEN VA 23060
US

9950 MAYLAND DR
TAX DEPARTMENT
RICHMOND VA 23233
US

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified

02/03/1994

4. FEI Number

54-0649949

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

2. Principal Place of Business

2a. Mailing Address

21 Suite, Apt. #, etc.

26 Suite, Apt. #, etc.

22 City & State

27 City & State

23 Zip Country

28 Zip Country

24

29

30

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

THE PRENTICE-HALL CORPORATION SYSTEM, INC.
1201 HAYS STREET
SUITE 105
TALLAHASSEE FL 32301

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 CCEO ☐ DELETE

NAME SHARP, RICHARD L
STREET ADDRESS 9950 MAYLAND DR
CITY-ST-ZIP RICHMOND VA 23233

1.1 TITLE ☐ Change ☐ Addition

TITLE P. ☐ DELETE

NAME LIGON, W. AUSTIN
STREET ADDRESS 9950 MAYLAND DR.
CITY-ST-ZIP RICHMOND VA 23233

1.2 NAME ☐ Change ☐ Addition

TITLE VP ☐ DELETE

NAME O'NEIL, MARK F
STREET ADDRESS 9950 MAYLAND DR
CITY-ST-ZIP RICHMOND VA 23233

1.3 STREET ADDRESS ☐ Change ☐ Addition

TITLE VPS ☐ DELETE

NAME CHALIFOUX, MICHAEL T
STREET ADDRESS 9950 MAYLAND DR
CITY-ST-ZIP RICHMOND VA 23233

1.4 CITY-ST-ZIP ☐ Change ☐ Addition

TITLE TAS ☐ DELETE

NAME DUNN, PHILIP J
STREET ADDRESS 9950 MAYLAND DR
CITY-ST-ZIP RICHMOND VA 23233

2.1 TITLE ☐ Change ☐ Addition

TITLE VPAS ☐ DELETE

NAME KEITH D BROWNING
STREET ADDRESS 9950 MAYLAND DR
CITY-ST-ZIP RICHMOND VA 23233

2.2 NAME ☐ Change ☐ Addition

2.3 STREET ADDRESS

2.4 CITY-ST-ZIP

2.5 CITY-ST-ZIP

2.6 CITY-ST-ZIP

2.7 CITY-ST-ZIP

2.8 CITY-ST-ZIP

2.9 CITY-ST-ZIP

2.10 CITY-ST-ZIP

2.11 CITY-ST-ZIP

2.12 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:

Signature Required
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

J. DUNN

3/5/99

(804) 527-4000

Date

Daytime Phone #

CR2E034 (11/98)

CarMax Auto Superstores, Inc.
List of Officers

Richard L. Sharp	Chairman/CEO
W. Austin Ligon	President
Keith D. Browning	VP/CFO & Assistant Secretary
Mark F. O'Neil	Vice President
Thomas J. Folliard	Vice President
Michael K. Dolan	Vice President
Benjamin B. Cummings, Jr.	Vice President
R. Bruce Lucas	Vice President
Michael T. Chalifoux	Vice President/Secretary
Joseph S. Kunkel	Vice President - Marketing/Strategy
Philip J. Dunn	Treasurer/Assistant Secretary
W. Stephen Cannon	General Counsel/Assistant Secretary
Fred S. Wilson	Assistant Vice President
Scott A. Rivas	Assistant Vice President - Human Resources
K. Douglas Moyers	Assistant Secretary - Real Estate
Lisa J. Baldyga	Assistant Secretary
Patricia E. M. Covington	Assistant Secretary

Address for all of the above is:
9950 Mayland Drive, Richmond, VA 23233-1464

CarMax Auto Superstores, Inc.
List of Directors

Richard L. Sharp
W. Austin Ligon
Michael T. Chalifoux
Keith D. Browning
Philip J. Dunn