



A. Ralph Mollis, Secretary of State
Corporations Division
148 W. River Street
Providence, RI 02904-2615
401.222.3040

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2009

Filing Period: January 1 - March 1 • **Filing Fee:** \$50.00* • **THIS REPORT MUST BE TYPED OR PRINTED LEGIBLY IN BLACK INK.**

* In accordance with R.I.G.L. 7-1.2-1501(e), each corporation failing or refusing to file its annual report within thirty (30) days after the time prescribed by law (R.I.G.L. 7-1.2-1501(c&d)) is subject to a penalty fee of \$25.00.

1. Corporate ID No. 000487012		2. Name of Corporation CarMax Auto Superstores, Inc.	
3. Street Address Principal Business Office 12800 Tuckahoe Creek Parkway		City Richmond	State VA
4. Business Phone No. (804) 747-0422		5. State of Incorporation VA	
6. Brief Description of the Character of Business Conducted in Rhode Island			
7. NAMES AND ADDRESSES OF THE OFFICERS: ("X" BOX FOR ATTACHMENT) <input checked="" type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS			
President Name Thomas J. Folliard		Vice President Name Keith D. Browning	
Street Address 12800 Tuckahoe Creek Pkwy.		Street Address 12800 Tuckahoe Creek Pkwy.	
City Richmond	State VA	City Richmond	State VA
Zip 23238		Zip 23238	
Secretary Name Eric M. Margolin		Treasurer Name Thomas W. Reedy	
Street Address 12800 Tuckahoe Creek Pkwy.		Street Address 12800 Tuckahoe Creek Pkwy.	
City Richmond	State VA	City Richmond	State VA
Zip 23238		Zip 23238	
8. NAMES AND ADDRESSES OF THE DIRECTORS: ("X" BOX FOR ATTACHMENT) <input checked="" type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS			
Director Name Thomas J. Folliard		Director Name Keith D. Browning	
Street Address 12800 Tuckahoe Creek Pkwy.		Street Address 12800 Tuckahoe Creek Pkwy.	
City Richmond	State VA	City Richmond	State VA
Zip 23238		Zip 23238	
Director Name Eric M. Margolin		Director Name Michael K. Dolan	
Street Address 12800 Tuckahoe Creek Pkwy.		Street Address 12800 Tuckahoe Creek Pkwy.	
City Richmond	State VA	City Richmond	State VA
Zip 23238		Zip 23238	
9. SHARES AUTHORIZED		10. SHARES ISSUED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/>	
This information is currently of record in the Office of the Secretary of State. Changes require an additional filing. See Section 9 of instruction sheet.		ISSUED SHARES — THIS SECTION MUST BE COMPLETED	
		Number of Shares 5,000.00	Class/Series CNP
		Par Value 0.00	

This report must be executed on behalf of the corporation by an authorized representative. If the corporation is in the hands of a receiver or trustee, this report must be executed on behalf of the corporation by the receiver or trustee.

File Date 3-2-09
Check No. 0003571826
By:
FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature 	Date 2/24/09
Print or Type Name Kim D. Oratt	
Title Vice President	

COMPANY	DIRECTORS	OFFICERS
CARMAX AUTO SUPERSTORES, INC.	Keith D. Browning Michael K. Dolan	Thomas J. Folliard Chairman of the Board, President and Chief Executive Officer
Address for the following: 12800 Tuckahoe Creek Parkway Richmond, VA 23238	Thomas J. Folliard Joseph S. Kunkel Eric M. Margolin Richard M. Smith	Keith D. Browning Executive Vice President and Chief Financial Officer Michael K. Dolan Executive Vice President Joseph S. Kunkel Senior Vice President Eric M. Margolin Senior Vice President, General Counsel and Secretary Richard M. Smith Senior Vice President Thomas W. Reedy Vice President and Treasurer Anarudh Agarwal Vice President David D. Banks Vice President Daniel T. Bickett Vice President Jon Daniels Vice President Laura R. Donahue Vice President Roberta C. Douma Vice President Barbara B. Harvill Vice President Edwin J. Hill Vice President K. Douglass Moyers Vice President and Assistant Secretary William D. Nash Vice President
	FILED MAR 02 2009 By <u><i>mmc</i></u>	

JD #487012

		<p>Kim D. Orcutt Vice President and Assistant Treasurer</p> <p>Scott A. Rivas Vice President</p> <p>Rob N. Sorensen Vice President</p> <p>Fred S. Wilson Vice President</p> <p>William C. "Cliff" Wood, Jr. Vice President</p> <p>Michelle M. Halasz Assistant Vice President and Assistant Secretary</p> <p>Diane L. Cafritz Assistant Secretary</p> <p>Ashley C. Cullum Assistant Secretary</p> <p>John M. Stuckey Assistant Secretary</p> <p>Address for the following: 225 Chastain Meadows Court, NW Kennesaw, GA 30144</p> <p>Robert W. Mitchell Vice President</p> <p>Angela S. Chattin Vice President</p>
--	--	---

FILED

MAR 02 2009

By *[Signature]*

JD # 487012