



STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

Matthew A. Brown, Secretary of State
Corporations Division
100 North Main Street, Providence, RI 02903-1335
401.222.3040

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2005

Filing Period: January 1 - March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No 91865		2. Name of Corporation Sam's East, Inc.			
3. Street Address Principal Business Office 702 SW 8TH STREET, #0555			City BENTONVILLE	State AR	Zip 72716-
4. Business Phone No. 4792779178		5. State of Incorporation ARKANSAS			6. SIC Code 2659
7. Brief Description of the Character of Business Conducted in Rhode Island WHOLESALE SALES					
8. NAMES AND ADDRESSES OF THE OFFICERS ("X" BOX FOR ATTACHMENT) <input checked="" type="checkbox"/> FILE IN SPACES BEFORE USING ATTACHMENTS					
President Name B. KEVIN TURNER			Vice President Name ROLLIN L. FORD		
Street Address 702 SW 8TH STREET			Street Address 702 SW 8TH STREET		
City BENTONVILLE	State AR	Zip 72716	City BENTONVILLE	State AR	Zip 72716
Secretary Name JEFFERY J. GEARHART			Treasurer Name JOSEPH J. FITZSIMMONS		
Street Address 702 SW 8TH STREET			Street Address 702 SW 8TH STREET		
City BENTONVILLE	State AR	Zip 72716	City BENTONVILLE	State AR	Zip 72716
9. NAMES AND ADDRESSES OF THE DIRECTORS ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> FILE IN SPACES BEFORE USING ATTACHMENTS					
Director Name B. KEVIN TURNER			Director Name		
Street Address 702 SW 8TH STREET			Street Address		
City BENTONVILLE	State AR	Zip 72716	City	State	Zip
Director Name			Director Name		
Street Address			Street Address		
City	State	Zip	City	State	Zip
10. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> 11. SHARES ISSUED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/>					
AUTHORIZED SHARES			ISSUED SHARES		
Number of Shares	Class/Series	Par Value	Number of Shares	Class/Series	Par Value
10,000	COMMON	\$0.10	10,000	COMMON	\$0.10

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



9 1 8 6 5

91865 FBC 01/05/05 03:51:13 PM

File Date 2-28-05

Check No. 9710257

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 of Officer

J. COUNCILL LEAK

Print or Type Name of Officer

VP OF DOMESTIC INCOME TAX

Title of Officer

Date

1/19/05

Sam's East, Inc.

Officers and Director List

Each of the following officers may be reached at:

702 SW 8th Street
Bentonville, AR 72716

B. Kevin Turner	President & Chief Executive Officer
Rollin L. Ford	Executive Vice President
C. Doug McMillon	Executive Vice President
Greg E. Spragg	Executive Vice President
Celia M. Swanson	Executive Vice President
Johnnie C. Dobbs, Jr.	Senior Vice President
William W. DuBose	Senior Vice President
Larry N. Duff	Senior Vice President
Joseph J. Fitzsimmons	Senior Vice President and Treasurer
Robin E. Forbis	Senior Vice President
Charles M. Holley	Senior Vice President
Michael Hientzman	Senior Vice President
Charles R. Rateliff	Senior Vice President
Del D. Sloneker	Senior Vice President
Eric S. Zorn	Senior Vice President
J. Robert Bray	Vice President
Rick W. Brazile	Vice President
Dee A. Breazcale	Vice President
David L. Bullington	Vice President
J. Councill Leak	Vice President

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By _____

Ronald J. Chomiuk	Vice President
Robert R. DiPiazza	Vice President
Samuel C. Dunn	Vice President
Alan J. Epler	Vice President
Thomas C. Ewing	Vice President and Assistant Secretary
Bradley C. Feagans	Vice President
Kenny K. Folk	Vice President
Eddie L. Frail	Vice President
Anthony L. Fuller	Vice President
Thomas C. Gean	Vice President & Assistant Secretary
Jeffery J. Gearhart	Vice President & Secretary
P. Todd Harbaugh	Vice President
Kerry L. Harmon	Vice President
Peggy M. Hildreth	Vice President
Judy C. Hobbs	Vice President
Gregory L. Johnston	Vice President
Cara D. Kinzey	Vice President
Philip N. Malcolm	Vice President
Betty J. Marshall	Vice President
Michael M. McLemore	Vice President
Vernon L. McNeal	Vice President
Gary A. Maxwell	Vice President
Michael E. Moore	Vice President
Carl R. Muller	Vice President and Assistant Secretary

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By _____

Seong K. Ohm	Vice President
Sharon H. Orlopp	Vice President
Charles R. Redfield	Vice President
Mike Roberts	Vice President
Jon A. Sandeen	Vice President
Robin T. Schrader	Vice President
Kelley D. Sears	Vice President and Assistant Secretary
Francis B. Segrave, Jr.	Vice President
Donna D. Spradlin	Vice President
John P. Suarez	Vice President and Assistant Secretary
Michael W. Turner	Vice President
Doug E. Walt	Vice President
Mark A. Weiler	Vice President
Laurie Wharton	Vice President
Tim E. Yatsko	Vice President
Robert M. Bedard	Assistant Vice President & Assistant Secretary
John E. Clarke	Assistant Vice President & Assistant Secretary
Michael E. Gardner	Assistant Vice President & Assistant Secretary
Kimberly K. Lane	Assistant Vice President & Assistant Secretary
Barry T. Shannahan	Assistant Vice President & Assistant Secretary
Gordon Y. Allison	Assistant Secretary
George J. Bacso	Assistant Secretary
Angela S. Beehler	Assistant Secretary
Shavondelia A. Brown	Assistant Secretary

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By _____

James A. Cole	Assistant Secretary
W. Brooks-Clower	Assistant Secretary
Matthew R. Desmond	Assistant Secretary
Anthony D. George	Assistant Secretary
J. Scott Greear	Assistant Secretary
Samuel A. Guess	Assistant Secretary
James T. Harris	Assistant Secretary
Jed A. Harrison	Assistant Secretary
Frank E. Hysell	Assistant Secretary
Michael W. Kersting	Assistant Secretary
Adele E. Lucas	Assistant Secretary
Richard H. Martin	Assistant Secretary
Kim L. McCormick	Assistant Secretary
Cathy A. McGinn	Assistant Secretary
Martin Montes	Assistant Secretary
Karen L. Roberts	Assistant Secretary
David O. Smith	Assistant Secretary
Debbye Smith	Assistant Secretary
Meredith A. Taylor	Assistant Secretary
John L. Thompson	Assistant Secretary
Michael E. Tomlin	Assistant Secretary
T. Latriece Watkins	Assistant Secretary
Bruce E. Wickline	Assistant Secretary
Steven R. Zielske	Assistant Treasurer

FILED
FEB 28 2005
By _____



STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

Matthew A. Brown, Secretary of State
Corporations Division
100 North Main Street, Providence, RI 02903-1335
401.222.3040

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2004

Filing Period: January 1 - March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. 91865		2. Name of Corporation Sam's East, Inc.			
3. Street Address Principal Business Office 702 SW 8th Street, #0555 - Tax Dept.			City Bentonville	State AR	Zip 72716-0555
4. Business Phone No. 479-277-9178		5. State of Incorporation Arkansas			6. SIC Code 2659
7. Brief Description of the Character of Business Conducted in Rhode Island Wholesale Sales					
8. NAMES AND ADDRESSES OF THE OFFICERS ("X" BOX FOR ATTACHMENT) <input checked="" type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
President Name B. Kevin Turner			Vice President Name David L. Bullington		
Street Address 702 SW 8th Street			Street Address 702 SW 8th Street		
City Bentonville	State AR	Zip 72716-0555	City Bentonville	State AR	Zip 72716-0555
Secretary Name Thomas D. Hyde			Treasurer Name Joseph J. Fitzsimmons		
Street Address 702 SW 8th Street			Street Address 702 SW 8th Street		
City Bentonville	State AR	Zip 72716-0555	City Bentonville	State AR	Zip 72716-0555
9. NAMES AND ADDRESSES OF THE DIRECTORS ("X" BOX FOR ATTACHMENT) <input checked="" type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
Director Name H. Lee Scott, Jr.			Director Name		
Street Address 702 SW 8th Street			Street Address		
City Bentonville	State AR	Zip 72716-0555	City	State	Zip
Director Name			Director Name		
Street Address			Street Address		
City	State	Zip	City	State	Zip
10. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/>					
AUTHORIZED SHARES			ISSUED SHARES		
Number of Shares	Class/Series	Par Value	Number of Shares	Class/Series	Par Value
10,000	Common	\$.10	10,000	Common	\$.10

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



9 1 8 6 5

File Date	3-1-04
Check No.	8038984
By:	VP
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 of Officer

Date

David Bullington

Print or Type Name of Officer

VP & Chief Tax Officer

Title of Officer

Form 630 12/01

Sam's East, Inc.

Officers and Director List

Each of the following officers may be reached at:

702 SW 8th Street
Bentonville, AR 72716

H. Lee Scott	Sole Director
B. Kevin Turner	President & Chief Executive Officer
Michael T. Duke	Executive Vice President
Rollin L. Ford	Executive Vice President -- Logistics
Thomas D. Hyde	Executive Vice President & Corporate Secretary
C. Doug McMillon	Executive Vice President
Coleman Peterson	Executive Vice President
Thomas M. Schoewe	Executive Vice President and Chief Financial Officer
Greg E. Spragg	Executive Vice President
Celia M. Swanson	Executive Vice President
Joseph J. Fitzsimmons	Senior Vice President and Treasurer
Charles M. Holley	Senior Vice President and Controller
Michael Hientzman	Senior Vice President -- General Merchandise Manager
James F. Martin	Senior Vice President -- Pharmacy
Thomas A. Mars	Senior Vice President
Charles R. Rateliff	Senior Vice President -- Loss Prevention
Del D. Sloneker	Senior Vice President -- Real Estate
Eric S. Zorn	Senior Vice President -- Real Estate
Harry P. Alexander	Vice President -- Divisional Merchandise Manager
Lisa A. Bohn	Vice President -- Membership

Jim R. Branam	Vice President – Divisional Merchandise Manager
J. Robert Bray	Vice President – Real Estate
Rick W. Brazile	Vice President – Planning & Analysis and Assistant Controller
David L. Bullington	Vice President & Chief Tax Officer
Robert R. DiPiazza	Vice President -- General Merchandise Manager
Johnnie C. Dobbs Jr.	Vice President – Logistics
Larry N. Duff	Vice President – Logistics
Thomas E. Evans	Vice President and Assistant Secretary
Samuel C. Dunn	Vice President - Finance
Bradley C. Feagans	Vice President – Divisional Merchandise Manager
Kenny K. Folk	Vice President - Operations
Eddie L. Frail	Vice President – Divisional Merchandise Manager
Kirk G. Forrest	Vice President, General Counsel, and Assistant Secretary
Anthony L. Fuller	Vice President – Wal-Mart Realty
Allison D. Garrett	Vice President & Assistant Secretary
Kerry L. Harmon	Vice President - Operations
Brian W. Huff	Vice President – Divisional Merchandise Manager
Gregory L. Johnston	Vice President – Operations
Bradley W. Link	Vice President – Operations
Joseph M. Mabry	Vice President – Global Procurement
Ruth L. McCarthy	Vice President Divisional Merchandise Manager
Michael M. McLemore	Vice President - Logistics
Vernon L. McNeal	Vice President – Fresh Operations
Gary A. Maxwell	Vice President – Distribution

Michael E. Moore	Vice President Specialty
Gary J. Moser	Vice President -- Divisional Merchandise Manager
Don L. Nickens	Vice President – Operations
Michael J. Rouse	Vice President -- Divisional Merchandise Manager
Donna D. Spradlin	Vice President – Loss Prevention
Chris Sulzemeier	Vice President – Sam’s Distribution
Michael W. Turner	Vice President – Operations
Mark A. Weiler	Vice President – Logistics
Tim E. Yatsko	Vice President -- Logistics
Robert M. Bedard	Assistant Vice President & Assistant Secretary
Jon A. Sandeen	Assistant Vice President
Michael A. Gardner	Assistant Vice President & Assistant Secretary
Kimberly K. Lane	Assistant Vice President & Assistant Secretary
Barry T. Shannahan	Assistant Vice President & Assistant Secretary
George J. Bacso	Assistant Secretary
Angela S. Beehler	Assistant Secretary
Shavondelia A. Brown	Assistant Secretary
Rachel L. Brumley	Assistant Secretary
Debra L. Cawood	Assistant Secretary
Frances D. Coberly	Assistant Secretary
James A. Cole	Assistant Secretary
W. Brooks Clower	Assistant Secretary
Lorraine E. Dark	Assistant Secretary

Anthony D. George	Assistant Secretary
Martin G. Gilbert Jr.	Assistant Secretary
J. Scott Greear	Assistant Secretary
Samuel A. Guess	Assistant Secretary
Todd P. Guthrie	Assistant Secretary
James T. Harris	Assistant Secretary
Sondra R. Hilger	Assistant Secretary
Frank E. Hysell	Assistant Secretary
Tanya E. Kean	Assistant Secretary
Michael W. Kersting	Assistant Secretary
Alan Kostel	Assistant Secretary
Brad C. Lewis	Assistant Secretary
J. Todd Lewis	Assistant Secretary
Adele E. Lucas	Assistant Secretary
Richard H. Martin	Assistant Secretary
Joan E. Mladucky	Assistant Secretary
Cindy P. Moehring	Assistant Secretary
Carl L. Muller	Assistant Secretary
Robert L. Rickard	Assistant Secretary
D. Leann Ross	Assistant Secretary
Craig Sharkey	Assistant Secretary
Debbye Smith	Assistant Secretary
Jennifer L. Smith	Assistant Secretary
Meredith A. Taylor	Assistant Secretary

Kathy E. Tobey	Assistant Secretary
John L. Thompson	Assistant Secretary
Michael E. Tomlin	Assistant Secretary
T. Latriece Watkins	Assistant Secretary
Romona L. West	Assistant Secretary
Bruce E. Wickline	Assistant Secretary
Todd C. Birlingmair	Assistant Treasurer



STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

Matthew A. Brown, Secretary of State
Corporations Division
100 North Main Street, Providence, RI 02903-1335
401.222.3040

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City Bentonville	State AR	Zip 72716-0555	City Bentonville	State AR	Zip 72716-0555
Secretary Name Thomas D. Hyde		Treasurer Name Jay Fitzsimmons			
Street Address 702 SW 8th Street, #0555 - Tax Dept.		Street Address 702 SW 8th Street, #0555 - Tax Dept.			
City Bentonville	State AR	Zip 72716-0555	City Bentonville	State AR	Zip 72716-0555
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Director Name H. Lee Scott Sole Director		Director Name			
Street Address 702 SW 8th Street, #0555 - Tax Dept.		Street Address			
City Bentonville	State AR	Zip 72716-0555	City	State	Zip
Director Name		Director Name			
Street Address		Street Address			
City	State	Zip	City	State	Zip
10. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> 11. SHARES ISSUED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/>					
AUTHORIZED SHARES			ISSUED SHARES		
Number of Shares	Class/Series	Par Value	Number of Shares	Class/Series	Par Value
1,000 \$.10 PAR VALUE					
10,000 \$.10 PAR VALUE			10,000	Common	.10

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



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91865 FBC2/3/035:52:04 PM

File Date 2-18-03

Check No. 6169217

By: UP

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 of Officer

David L. Bullington

Print or Type Name of Officer

V.P. of Taxes

Title of Officer

Date

02/03/03

Sam's East Officers

H. Lee Scott
President & Sole Director

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

Paul R. Carter
Executive Vice President

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

Mike Duke
Executive Vice President

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

Coleman Peterson
Executive Vice President

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

Thomas M. Schoewe
Executive Vice President & CFO

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

SENIOR VICE PRESIDENTS

Jay Fitzsimmons
Senior Vice President & Treasurer

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

Thomas D. Hyde
Senior Vice President and Secretary

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

James A. Walker, Jr.
Senior Vice President and Controller

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

James F. Martin
Senior Vice President - Pharmacy

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

Charles Rateliff
Senior Vice President - Benefits

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

Jim H. Haworth
Senior Vice President - Operations

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

Celia Swanson
Senior Vice President - Membership, Marketing & Administration

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

Eric Zorn
Senior Vice President - Real Estate

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

Rollin Ford
Senior Vice President - Distribution Operations

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

VICE PRESIDENTS

Harry Alexander
Vice President - Divisional Merchandise Manager

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

Denis Atnip

702 S.W. 8th Street

Sam's East Officers

Vice President - Regional Distribution Manager	Bentonville, AR 72716
Vince Biondo Vice President - Logistics	702 S.W. 8th Street Bentonville, AR 72716
Lisa Bohn Vice President - Membership	702 S.W. 8th Street Bentonville, AR 72716
Jim Branam Vice President - Divisional Merchandise Manager	702 S.W. 8th Street Bentonville, AR 72716
Mike Bratcher Vice President - General Merchandise Manager	702 S.W. 8th Street Bentonville, AR 72716
J. Robert Bray Vice President - Real Estate & Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Rick Brazile Vice President - Accounting & Assistant Controller	702 S.W. 8th Street Bentonville, AR 72716
Barbara Brown Vice President - Marketing	702 S.W. 8th Street Bentonville, AR 72716
David Bullington Vice President - Tax	702 S.W. 8th Street Bentonville, AR 72716
Kevin Campbell Vice President - Operations	702 S.W. 8th Street Bentonville, AR 72716
John Cowgur Vice President - Divisional Merchandise Manager	702 S.W. 8th Street Bentonville, AR 72716
Robert DiPiazza Vice President - Divisional Merchandise Manager	702 S.W. 8th Street Bentonville, AR 72716
Johnnie Dobbs, Jr. Vice President - Specialty Distribution	702 S.W. 8th Street Bentonville, AR 72716
Larry Duff Vice President - Transportation	702 S.W. 8th Street Bentonville, AR 72716
Kenny Folk Vice President - Operations	702 S.W. 8th Street Bentonville, AR 72716
Bradley Feagans Vice President - Divisional Merchandise Manager	702 S.W. 8th Street Bentonville, AR 72716
Eddie Frail Vice President - General Merchandise Manager	702 S.W. 8th Street Bentonville, AR 72716

**Sam's East
Officers**

Garry Fratto
Vice President - Divisional Merchandise Manager

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

Anthony L. Fuller
Vice President

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

Martin G. Gilbert
Vice President & Assistant Secretary

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

Allison Garrett
Vice President & Assistant Secretary

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

Kerry Harmon
Vice President - Operations

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

Michael Hientzman
Vice President - General Merchandise Manager

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

Dave Holtz
Vice President - Regional Distribution Manager

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

Brian Huff
Vice President - Divisional Merchandise Manager

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

Greg Johnston
Vice President - Operations

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

Deborah Kass
Vice President - Logistics People

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

Kenneth Kirwin
Vice President - General Merchandise Manager

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

Bradley W. Link
Vice President - Operations

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

Sherri Long
Vice President - Divisional Merchandise Manager

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

Mike Mabry
Vice President - Regional Distribution Manager

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

Larry Mahoney
Vice President - Logistics

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

Ruth McCarthy
Vice President - Divisional Merchandise Manager

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

**Sam's East
Officers**

Mike McLemore Vice President - Logistics	702 S.W. 8th Street Bentonville, AR 72716
Vernon McNeal Vice President - Fresh Operations	702 S.W. 8th Street Bentonville, AR 72716
Gary Maxwell Vice President - Distribution	702 S.W. 8th Street Bentonville, AR 72716
Lois Mikita Vice President - General Merchandise Manager	702 S.W. 8th Street Bentonville, AR 72716
Mike Miller Vice President - Operations	702 S.W. 8th Street Bentonville, AR 72716
Gary Moser Vice President - Divisional Merchandise Manager	702 S.W. 8th Street Bentonville, AR 72716
Jeff Reeves Vice President - People Division	702 S.W. 8th Street Bentonville, AR 72716
Dave Reiff Vice President - Private Fleet	702 S.W. 8th Street Bentonville, AR 72716
Bob Robinson Vice President - Regional Distribution Manager	702 S.W. 8th Street Bentonville, AR 72716
Michael Rouse Vice President - Divisional Merchandise Manager	702 S.W. 8th Street Bentonville, AR 72716
Greg Spragg Vice President - Operations	702 S.W. 8th Street Bentonville, AR 72716
Sallie Stroud Vice President & Assitant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Chris Sultemeier Vice President - Merchandise Planning	702 S.W. 8th Street Bentonville, AR 72716
Ted Wade Vice President - Traffic	702 S.W. 8th Street Bentonville, AR 72716
Mark Weiler Vice President - Regional Distribution Manager	702 S.W. 8th Street Bentonville, AR 72716
Ron A. Williams Vice President & Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716

**Sam's East
Officers**

Allison Garrett
Vice President & Assistant Secretary

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

Jeff McAlister
Vice President

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

OTHER CORPORATE OFFICERS

Robert M. Bedard
Assistant Vice President & Assistant Secretary

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

Jim Bennett
Assistant Vice President

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

Michael A. Gardner
Assistant Vice President & Assistant Secretary

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

Kimberly K. Lane
Assistant Vice President & Assistant Secretary

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

S. Richard Levin
Assistant Vice President & Assistant Secretary

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

Barry Shannahan
Assistant Vice President & Assistant Secretary

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

George Bacso
Assistant Secretary

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

Angela S. Beehler
Assistant Secretary

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

Shavondelia Brown
Assistant Secretary

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

Rachel Brumley
Assistant Secretary

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

Debbie Cawood
Assistant Secretary

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

James A. Cole
Assistant Secretary

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

Lorraine E. Dark
Assistant Secretary

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

Anthony D. George
Assistant Secretary

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

Sam's East Officers

Chris Glass
Assistant Secretary

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

Scott Greear
Assistant Secretary

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

Jim Harris
Assistant Secretary

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

Sondra Hilger
Assistant Secretary

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

Frank Hysell
Assistant Secretary

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

Michael W. Kersting
Assistant Secretary

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

Adele E. Lucas
Assistant Secretary

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

Joan Mladucky
Assistant Secretary

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

Carl Muller
Assistant Secretary

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

Karen Roberts
Assistant Secretary

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

Brandt Rydell
Assistant Secretary

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

Kim Saylor
Assistant Secretary

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

Kathy Tobey
Assistant Secretary

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

John L. Thompson
Assistant Secretary

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

Michael E. Tomlin
Assistant Secretary

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

Latriece Watkins
Assistant Secretary

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

**Sam's East
Officers**

Elizabeth A. Branigan
Assistant Treasurer

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

Michael A. Cook
Assistant Treasurer

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



STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

Edward S. Inman, III, Secretary of State
Corporations Division
100 North Main Street, Providence, RI 02903-1335
401-222-3040



PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2002

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. 91865 2. Name of Corporation Sam's East, Inc.
3. Street Address Principal Business Office 702 SW 8th St., #0555 City Bentonville State AR Zip 72716-0555
4. Business Phone No. (479) 277-2765 5. State of Incorporation Delaware 6. SIC Code 2659
7. Brief Description of the Character of Business Conducted in Rhode Island Wholesale Sales

8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS

President Name <u>H. Lee Scott</u> Street Address <u>702 SW 8th Street</u> City <u>Bentonville</u> State <u>AR</u> Zip <u>72716-0555</u> Secretary Name <u>Robert K. Rhoads</u> Street Address <u>702 SW 8th Street</u> City <u>Bentonville</u> State <u>AR</u> Zip <u>72716-0555</u>	Vice President Name <u>David Bullington</u> Street Address <u>702 SW 8th Street</u> City <u>Bentonville</u> State <u>AR</u> Zip <u>72716-0555</u> Treasurer Name <u>Jay Fitzsimmons</u> Street Address <u>702 SW 8th Street</u> City <u>Bentonville</u> State <u>AR</u> Zip <u>72716-0555</u>
--	--

9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS

Director Name <u>H. Lee Scott</u> Street Address <u>702 SW 8th Street</u> City <u>Bentonville</u> State <u>AR</u> Zip <u>72716-0555</u> Director Name <u>None</u> Street Address <u>None</u> City <u>None</u> State <u>None</u> Zip <u>None</u>	Director Name <u>None</u> Street Address <u>None</u> City <u>None</u> State <u>None</u> Zip <u>None</u>
--	--

10. SHARES AUTHORIZED (*X* BOX FOR ATTACHMENT)

AUTHORIZED SHARES

Number of Shares	Class/Series	Par Value
<u>1,000</u>	<u>Common</u>	<u>0.10</u>

11. SHARES ISSUED (*X* BOX FOR ATTACHMENT)

ISSUED SHARES

Number of Shares	Class/Series	Par Value
<u>1,000</u>	<u>Common</u>	<u>0.10</u>

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee

File Date: 2/25/02
Check No.: 4464413
By: [Signature]

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 of Officer [Signature] Date 2/21/02
David Bullington
Print or Type Name of Officer
Vice President of Taxes
Title of Officer



STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

Corporations Division
100 North Main Street, Providence, RI 02903-1335
401-222-3040



PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2001

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. 91865 2. Name of Corporation Sam's East, Inc.

3. Street Address Principal Business Office

702 SW 8TH STREET, #0555

City

BENTONVILLE

State

AR

Zip

72716-0555

4. Business Phone No.

(501) 204-2096

5. State of Incorporation
DELAWARE

6. SIC Code
2659

7. Brief Description of the Character of Business Conducted in Rhode Island

WHOLESALE SALES

8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT) ☒ FILL IN SPACES BEFORE USING ATTACHMENTS

President Name

H. LEE SCOTT, JR.

Vice President Name

DAVID BULLINGTON

Street Address

702 SW 8TH STREET

Street Address

702 SW 8TH STREET

City

BENTONVILLE

State

AR

Zip

72716-0555

City

BENTONVILLE

State

AR

Zip

72716-0555

Secretary Name

ROBERT K. RHOADS

Treasurer Name

JAY FITZSIMMONS

Street Address

702 SW 8TH STREET

Street Address

702 SW 8TH STREET

City

BENTONVILLE

State

AR

Zip

72716-0555

City

BENTONVILLE

State

AR

Zip

72716-0555

9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT) ☒ FILL IN SPACES BEFORE USING ATTACHMENTS

Director Name

H. LEE SCOTT, JR.

Director Name

NONE

Street Address

702 SW 8TH STREET

Street Address

NONE

City

BENTONVILLE

State

AR

Zip

72716-0555

City

State

Zip

Director Name

NONE

Director Name

NONE

Street Address

Street Address

City

State

Zip

City

State

Zip

10. SHARES AUTHORIZED (*X* BOX FOR ATTACHMENT)

AUTHORIZED SHARES

Number of Shares

Class/Series

Par Value

1,000 SHS \$0.10 PAR VALUE

11. SHARES ISSUED (*X* BOX FOR ATTACHMENT)

ISSUED SHARES

Number of Shares

Class/Series

Par Value

1,000

COMMON

0.10

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 9 1 8 6 5 *

File Date: 5-7-01

Check No.: 2700111

By: [Signature]

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] 2/20/2001
Signature of Officer Date

DAVID BULLINGTON
Print or Type Name of Officer

VICE PRESIDENT OF TAXES
Title of Officer

**Sam's East, Inc.
Officer List
ID # 91865**

H. Lee Scott, Jr. President & Sole Director	702 S.W. 8th Street Bentonville, AR 72716
Paul R. Carter Executive Vice President	702 S.W. 8th Street Bentonville, AR 72716
Mike Duke Executive Vice President	702 S.W. 8th Street Bentonville, AR 72716
Thomas Grimm Executive Vice President	702 S.W. 8th Street Bentonville, AR 72716
Coleman Peterson Executive Vice President	702 S.W. 8th Street Bentonville, AR 72716
Thomas M. Schoewe Executive Vice President & CFO	702 S.W. 8th Street Bentonville, AR 72716
Nick White Executive Vice President	702 S.W. 8th Street Bentonville, AR 72716

SENIOR VICE PRESIDENTS

Jay Fitzsimmons Senior Vice President & Treasurer	702 S.W. 8th Street Bentonville, AR 72716
Robert K. Rhoads Senior Vice President and Secretary	702 S.W. 8th Street Bentonville, AR 72716
James A. Walker, Jr. Senior Vice President and Controller	702 S.W. 8th Street Bentonville, AR 72716
James F. Martin Senior Vice President - Pharmacy	702 S.W. 8th Street Bentonville, AR 72716
Charles Rateliff Senior Vice President - Benefits	702 S.W. 8th Street Bentonville, AR 72716
Jim H. Haworth Senior Vice President - Operations	702 S.W. 8th Street Bentonville, AR 72716
Philip Sutterfield Senior Vice President - Merchandise	702 S.W. 8th Street Bentonville, AR 72716
Celia Swanson Senior Vice President - Membership, Marketing & Administration	702 S.W. 8th Street Bentonville, AR 72716
Eric Zorn Senior Vice President - Real Estate	702 S.W. 8th Street Bentonville, AR 72716

VICE PRESIDENTS

Harry Alexander Vice President - Divisional Merchandise Manager	702 S.W. 8th Street Bentonville, AR 72716
--	--

Denis Atnip Vice President - Regional Distribution Manager	702 S.W. 8th Street Bentonville, AR 72716
Vince Biondo Vice President - Logistics	702 S.W. 8th Street Bentonville, AR 72716
Lisa Bohn Vice President - Membership	702 S.W. 8th Street Bentonville, AR 72716
Jim Branam Vice President - Divisional Merchandise Manager	702 S.W. 8th Street Bentonville, AR 72716
Mike Bratcher Vice President - General Merchandise Manager	702 S.W. 8th Street Bentonville, AR 72716
Rick Brazile Vice President - Accounting & Assistant Controller	702 S.W. 8th Street Bentonville, AR 72716
Barbara Brown Vice President - Marketing	702 S.W. 8th Street Bentonville, AR 72716
David Bullington Vice President - Tax	702 S.W. 8th Street Bentonville, AR 72716
Kevin Campbell Vice President - Operations	702 S.W. 8th Street Bentonville, AR 72716
John Cassidy Vice President - Divisional Merchandise Manager	702 S.W. 8th Street Bentonville, AR 72716
John Cowgur Vice President - Divisional Merchandise Manager	702 S.W. 8th Street Bentonville, AR 72716
Robert DiPiazza Vice President - Divisional Merchandise Manager	702 S.W. 8th Street Bentonville, AR 72716
Johnnie Dobbs, Jr. Vice President - Specialty Distribution	702 S.W. 8th Street Bentonville, AR 72716
Larry Duff Vice President - Transportation	702 S.W. 8th Street Bentonville, AR 72716
Kenny Folk Vice President - Operations	702 S.W. 8th Street Bentonville, AR 72716
Rollin Ford Vice President - Distribution Operations	702 S.W. 8th Street Bentonville, AR 72716
Bradley Feagans Vice President - Divisional Merchandise Manager	702 S.W. 8th Street Bentonville, AR 72716
Eddie Frail Vice President - General Merchandise Manager	702 S.W. 8th Street Bentonville, AR 72716
Garry Fratto Vice President - Divisional Merchandise Manager	702 S.W. 8th Street Bentonville, AR 72716
Anthony L. Fuller Vice President	702 S.W. 8th Street Bentonville, AR 72716
Martin G. Gilbert	702 S.W. 8th Street

Vice President & Assistant Secretary	Bentonville, AR 72716
Kerry Harmon Vice President - Operations	702 S.W. 8th Street Bentonville, AR 72716
Michael Hientzman Vice President - General Merchandise Manager	702 S.W. 8th Street Bentonville, AR 72716
Dave Holtz Vice President - Regional Distribution Manager	702 S.W. 8th Street Bentonville, AR 72716
Brian Huff Vice President - Divisional Merchandise Manager	702 S.W. 8th Street Bentonville, AR 72716
Chuck Johnson Vice President - Logistics	702 S.W. 8th Street Bentonville, AR 72716
Greg Johnston Vice President - Operations	702 S.W. 8th Street Bentonville, AR 72716
Deborah Kass Vice President - Logistics People	702 S.W. 8th Street Bentonville, AR 72716
Kenneth Kirwin Vice President - General Merchandise Manager	702 S.W. 8th Street Bentonville, AR 72716
Bradley W. Link Vice President - Operations	702 S.W. 8th Street Bentonville, AR 72716
Sherri Long Vice President - Divisional Merchandise Manager	702 S.W. 8th Street Bentonville, AR 72716
Mike Mabry Vice President - Regional Distribution Manager	702 S.W. 8th Street Bentonville, AR 72716
Larry Mahoney Vice President - Logistics	702 S.W. 8th Street Bentonville, AR 72716
Ruth McCarthy Vice President - Divisional Merchandise Manager	702 S.W. 8th Street Bentonville, AR 72716
Mike McLemore Vice President - Logistics	702 S.W. 8th Street Bentonville, AR 72716
Vernon McNeal Vice President - Fresh Operations	702 S.W. 8th Street Bentonville, AR 72716
Gary Maxwell Vice President - Distribution	702 S.W. 8th Street Bentonville, AR 72716
Lois Mikita Vice President - General Merchandise Manager	702 S.W. 8th Street Bentonville, AR 72716
Mike Miller Vice President - Operations	702 S.W. 8th Street Bentonville, AR 72716
Gary Moser Vice President - Divisional Merchandise Manager	702 S.W. 8th Street Bentonville, AR 72716
Tim Otte Vice President - Division Controller	702 S.W. 8th Street Bentonville, AR 72716

Jeff Reeves
Vice President - People Division

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

Dave Reiff
Vice President - Private Fleet

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

Bob Robinson
Vice President - Regional Distribution Manager

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

Michael Rouse
Vice President - Divisional Merchandise Manager

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

Greg Spragg
Vice President - Operations

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

Sallie Stroud
Vice President & Assistant Secretary

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

Chris Sulzemeier
Vice President - Merchandise Planning

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

Ted Wade
Vice President - Traffic

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

Mike Weiler
Vice President - Regional Distribution Manager

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

Ron A. Williams
Vice President & Assistant Secretary

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

OTHER CORPORATE OFFICERS

Robert M. Bedard
Assistant Vice President & Assistant Secretary

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

Jim Bennett
Assistant Vice President

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

J. Robert Bray
Assistant Vice President & Assistant Secretary

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

Kimberly K. Lane
Assistant Vice President & Assistant Secretary

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

S. Richard Levin
Assistant Vice President & Assistant Secretary

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

Barry Shannahan
Assistant Vice President & Assistant Secretary

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

George Bacso
Assistant Secretary

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

Angela S. Beehler
Assistant Secretary

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

Debbie Cawood
Assistant Secretary

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

Ann Elliot

702 S.W. 8th Street

Assistant Secretary

Bentonville, AR 72716

Allison Garrett
Assistant Secretary

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

Scott Greear
Assistant Secretary

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

Wanda Harris
Assistant Secretary

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

Greg Higson
Assistant Secretary

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

Frank Hysell
Assistant Secretary

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

Michael W. Kersting
Assistant Secretary

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

Adele E. Lucas
Assistant Secretary

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

Kristi Phillips
Assistant Secretary

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

Karen Roberts
Assistant Secretary

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

Brandt Rydell
Assistant Secretary

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

Kim Saylor
Assistant Secretary

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

Kathy Tobey
Assistant Secretary

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

John L. Thompson
Assistant Secretary

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

Michael E. Tomlin
Assistant Secretary

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

Latriece Watkins
Assistant Secretary

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

Sheron Young
Assistant Secretary

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

Elizabeth A. Branigan
Assistant Treasurer

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

Michael A. Cook
Assistant Treasurer

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



STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

James R. Langevin, Secretary of State
Corporations Division
100 North Main Street, Providence, RI 02903-1335
401-222-3040



PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2000

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. **91865** 2. Name of Corporation **Sam's East, Inc.**

3. Street Address Principal Business Office **702 SW 8th Street - Dept. 8013** City **Bentonville** State **AR** Zip **72716-8013**
4. Business Phone No. **501-277-1545** 5. State of Incorporation **DELAWARE** 6. SIC Code **2659**

7. Brief Description of the Character of Business Conducted in Rhode Island

Wholesale Merchandise

8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT) X FILL IN SPACES BEFORE USING ATTACHMENTS

President Name David D. Glass Street Address 702 SW 8th Street City Bentonville State AR Zip 72716-8013	Vice President Name David L. Bullington Street Address 702 SW 8th Street City Bentonville State AR Zip 72716-8013
Secretary Name Robert K. Rhoads Street Address 702 SW 8th Street City Bentonville State AR Zip 72716-8013	Treasurer Name Joseph J. Fitzsimmons Street Address 702 SW 8th Street City Bentonville State AR Zip 72716-8013

9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS

Director Name David D. Glass Street Address 702 SW 8th Street City Bentonville State AR Zip 72716-8013	Director Name None Street Address City State Zip
Director Name None Street Address City State Zip	Director Name None Street Address City State Zip

10. SHARES AUTHORIZED (*X* BOX FOR ATTACHMENT)

AUTHORIZED SHARES
Number of Shares Class/Series Par Value
1,000 SHS \$.10 PAR VALUE

11. SHARES ISSUED (*X* BOX FOR ATTACHMENT)

ISSUED SHARES
Number of Shares Class/Series Par Value
1,000 SHS Common .10

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 9 1 8 6 5 *

File Date: 3/3/00

Check No.: 827202

By: [Signature]

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] 1/25/2000
Signature of Officer Date

David L. Bullington
Print or Type Name of Officer

Vice President of Taxes
Title of Officer

**Sam's East, Inc.
Officers & Director**

OFFICERS

David D. Glass President	702 S.W. 8th Street Bentonville, AR 72716
Paul R. Carter Executive Vice President	702 S.W. 8th Street Bentonville, AR 72716
Tom Grimm Executive Vice President	702 S.W. 8th Street Bentonville, AR 72716
Joseph J. Fitzsimmons Senior Vice President/Treasurer	702 S.W. 8th Street Bentonville, AR 72716
James A. Walker, Jr. Senior Vice President and Controller	702 S.W. 8th Street Bentonville, AR 72716
Robert K. Rhoads Senior Vice President and Secretary	702 S.W. 8th Street Bentonville, AR 72716
Tony Fuller Vice President	702 S.W. 8th Street Bentonville, AR 72716
David L. Bullington Vice President of Taxes	702 S.W. 8th Street Bentonville, AR 72716
Robert M. Bedard Assistant Vice President & Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
J. Robert Bray Assistant Vice President & Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Sey S. Young Assistant Vice President & Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Jim Bennett Assistant Vice President & Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Ann Cato Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
J. Michael Davis Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Robert P. Doane Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Michael Gardner Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Allison Garrett Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Jed Harrison Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Kimberly K. Lane Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Jerry Orr Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Kim Saylor Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Bob Stoker Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Michael E. Tomlin Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Don West Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716

Director

David D. Glass President and CEO	702 S.W. 8th Street Bentonville, AR 72716
-------------------------------------	--



STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

James R. Langevin, Secretary of State
Corporations Division
100 North Main Street, Providence, RI 02903-1335
401-222-3046



PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR **1999**

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. 91865		2. Name of Corporation Sam's East, Inc.			
3. Street Address Principal Business Office 702 SW 8th St., Dept. 8013			City Bentonville	State AR	Zip 72716-8013
4. Business Phone No. 501-277-2765		5. State of Incorporation DELAWARE			6. SIC Code 5100
7. Brief Description of the Character of Business Conducted in Rhode Island Wholesale sales					
8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT) <input checked="" type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
President Name David D. Glass			Vice President Name David Bullington		
Street Address 702 SW 8th St.			Street Address 702 SW 8th St.		
City Bentonville	State AR	Zip 72716-8013	City Bentonville	State AR	Zip 72716-8013
Secretary Name Robert K. Rhoads			Treasurer Name Joseph J. Fitzsimmons		
Street Address 702 SW 8th St.			Street Address 702 SW 8th St.		
City Bentonville	State AR	Zip 72716-8013	City Bentonville	State AR	Zip 72716-8013
9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT) <input type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
Director Name David D. Glass			Director Name		
Street Address 702 SW 8th St.			Street Address		
City Bentonville	State AR	Zip 72716-8013	City	State	Zip
Director Name			Director Name		
Street Address			Street Address		
City	State	Zip	City	State	Zip
10. SHARES AUTHORIZED (*X* BOX FOR ATTACHMENT) <input type="checkbox"/>					
11. SHARES ISSUED (*X* BOX FOR ATTACHMENT) <input type="checkbox"/>					
AUTHORIZED SHARES			ISSUED SHARES		
Number of Shares 1,000	Class/Series Common	Par Value 0.10	Number of Shares 1,000	Class/Series Common	Par Value 0.10
1,000 SHS \$.10 PAR VALUE					

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



File Date: **Feb 25, 99**
Check No.: **9205688**
By: **[Signature]**
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 of Officer: **[Signature]** Date: **2/16/99**
David Bullington
Print or Type Name of Officer
Vice President of Taxes
Title of Officer

Sam's East, Inc.
Officers & Director

OFFICERS

David D. Glass President	702 S.W. 8th Street Bentonville, AR 72716
Paul R. Carter Executive Vice President	702 S.W. 8th Street Bentonville, AR 72716
Tom Grimm Executive Vice President	702 S.W. 8th Street Bentonville, AR 72716
Joseph J. Fitzsimmons Senior Vice President\Treasurer	702 S.W. 8th Street Bentonville, AR 72716
James A. Walker, Jr. Senior Vice President and Controller	702 S.W. 8th Street Bentonville, AR 72716
Robert K. Rhoads Senior Vice President and Secretary	702 S.W. 8th Street Bentonville, AR 72716
Tony Fuller Vice President	702 S.W. 8th Street Bentonville, AR 72716
David L. Bullington Vice President of Taxes	702 S.W. 8th Street Bentonville, AR 72716
Robert M. Bedard Assistant Vice President & Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
J. Robert Bray Assistant Vice President & Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Sey S. Young Assistant Vice President & Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Jim Bennett Assistant Vice President & Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Ann Cato Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
J. Michael Davis Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Robert P. Doane Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Michael Gardner Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Allison Garrett Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Jed Harrison Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Kimberly K. Lane Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Jerry Orr Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Kim Saylor Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Bob Stoker Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Michael E. Tomlin Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Don West Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Director	
David D. Glass President and CEO	702 S.W. 8th Street Bentonville, AR 72716

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR **1998**

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)



1. Corporate ID No. 91865		2. Name of Corporation Sam's East, Inc.	
3. Street Address Principal Business Office 702 SW 8th St.		City Bentonville	State AR
4. Business Phone No. 501/277-1545		5. State of Incorporation DELAWARE	
6. SIC Code			
7. Brief Description of the Character of Business Conducted in Rhode Island Wholesale merchandise			
8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT) <input checked="" type="checkbox"/>			
President Name David D. Glass		Vice President Name David L. Bullington	
Street Address 702 SW 8th St.		Street Address 702 SW 8th St.	
City Bentonville	State AR	City Bentonville	State AR
Secretary Name Robert K. Rhoads		Treasurer Name Terri Bertschky	
Street Address 702 SW 8th St.		Street Address 702 SW 8th St.	
City Bentonville	State AR	City Bentonville	State AR
9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT) <input type="checkbox"/>			
Director Name David D. Glass		Director Name None	
Street Address 702 SW 8th St.		Street Address	
City Bentonville	State AR	City	State
Director Name None		Director Name None	
Street Address		Street Address	
City	State	City	State
10. SHARES AUTHORIZED (*X* BOX FOR ATTACHMENT) <input type="checkbox"/>			
11. SHARES ISSUED (*X* BOX FOR ATTACHMENT) <input type="checkbox"/>			
AUTHORIZED SHARES		ISSUED SHARES	
Number of Shares	Class/Series	Number of Shares	Class/Series
1,000 SHS \$0.10 PAR VALUE	Common	1,000	Common

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 9 1 8 6 5 *

File Date: **2/26**
Check No.: **7551398**
By: **100**
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 of Officer: **David Bullington**
Date: **2-9-98**
Print or Type Name of Officer: **Vice-President of Tax**
Title of Officer:

**Sam's East, Inc.
Officers & Director**

ID #91865

OFFICERS

David D. Glass President	702 S.W. 8th Street Bentonville, AR 72716
Paul R. Carter Executive Vice President	702 S.W. 8th Street Bentonville, AR 72716
Mark Hansen Executive Vice President	702 S.W. 8th Street Bentonville, AR 72716
Jay Fitzsimmons Senior Vice President	702 S.W. 8th Street Bentonville, AR 72716
James A. Walker, Jr. Senior Vice President and Controller	702 S.W. 8th Street Bentonville, AR 72716
Robert K. Rhoads Senior Vice President and Secretary	702 S.W. 8th Street Bentonville, AR 72716
Terri Bertschy Vice President and Treasurer	702 S.W. 8th Street Bentonville, AR 72716
Tony Fuller Vice President	702 S.W. 8th Street Bentonville, AR 72716
David L. Bullington Vice President of Taxes	702 S.W. 8th Street Bentonville, AR 72716
Robert M. Bedard Assistant Vice President & Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
J. Robert Bray Assistant Vice President & Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Sey S. Young Assistant Vice President & Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Jim Bennett Assistant Vice President & Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Ann Cato Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
J. Michael Davis Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Robert P. Doane Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Michael Gardner Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Allison Garrett Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Jed Harrison Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Kimberly K. Lane Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Hazel Prosser Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Kim Saylor Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Bob Stoker Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Michael E. Tomlin Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Don West Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716

Director

David D. Glass President and CEO	702 S.W. 8th Street Bentonville, AR 72716
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STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

James R. Langevin, Secretary of State
Corporations Division
100 North Main Street, Providence, RI 02903-1335
401-277-3040

PROFIT CORPORATION ANNUAL REPORT 1997

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)



1. Corporate ID No. 91865		2. Name of Corporation Sam's East, Inc.			
3. Street Address Principal Business Office 702 SW 8th STREET -DEPT 8013			City BENTONVILLE	State AR	Zip 72716-8013
4. Business Phone No. (501) 277-1545		5. State of Incorporation DELAWARE			6. SIC Code 8888
7. Brief Description of the Character of Business Conducted in Rhode Island WHOLESALE MERCHANDISE					
8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT) IX					
President Name DAVID D. GLASS			Vice President Name JAMES A. WALKER, JR.		
Street Address 702 SW 8th ST			Street Address 702 SW 8th ST		
City BENTONVILLE	State AR	Zip 72716	City BENTONVILLE	State AR	Zip 72716
Secretary Name ROBERT K. RHODAS			Treasurer Name TERRI BERTSCHY		
Street Address 702 SW 8th ST			Street Address 702 SW 8th ST		
City BENTONVILLE	State AR	Zip 72716	City BENTONVILLE	State AR	Zip 72716
9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT) IX					
Director Name DAVID D. GLASS			Director Name		
Street Address 702 SW 8th ST			Street Address		
City BENTONVILLE	State AR	Zip 72716	City	State	Zip
Director Name			Director Name		
Street Address			Street Address		
City	State	Zip	City	State	Zip
10. SHARES AUTHORIZED AND ISSUED (*X* BOX FOR ATTACHMENT)					
AUTHORIZED SHARES			ISSUED SHARES		
Number of Shares	Class/Series	Par Value	Number of Shares	Class/Series	Par Value
1,000 SHS \$0.10 PAR VALUE			1,000	COMMON	0.10

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 9 1 8 6 5 *

File Date: **3/24/97**
Check No.: **5846985**
By: **[Signature]**
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 of Officer: **[Signature]** Date: **1-22-97**
Print or Type Name of Officer: **JAMES A. WALKER, JR.**
Title of Officer: **SR VP / CONTROLLER**

Sam's East, Inc.
Officers

Corporate ID #: 91865

David D. Glass President and CEO	702 S.W. 8th Street Bentonville, AR 72716
Paul R. Carter Executive Vice President	702 S.W. 8th Street Bentonville, AR 72716
Joseph S. Hardin, Jr. Executive Vice President	702 S.W. 8th Street Bentonville, AR 72716
James A. Walker, Jr. Senior Vice President and Controller	702 S.W. 8th Street Bentonville, AR 72716
Robert K. Rhoads Senior Vice President General Counsel and Secretary	702 S.W. 8th Street Bentonville, AR 72716
Terri Bertschy V.P./Treasurer	702 S.W. 8th Street Bentonville, AR 72716
Tony Fuller Vice President	702 S.W. 8th Street Bentonville, AR 72716
Robert M Bedard Assistant Vice President & Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
J. Robert Bray Assistant Vice President & Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Sey E. Young Assistant Vice President & Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
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Jed Harrison Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Kim Saylor Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716
Rick Tucker Assistant Secretary	702 S.W. 8th Street Bentonville, AR 72716

Director

David D. Glass President and CEO	702 S.W. 8th Street Bentonville, AR 72716
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