

No., C 125666

Due no later than Sep 30, 2002

Annual Report Form

Return to:

SECRETARY OF STATE
700 WEST JEFFERSON
PO BOX 83720
BOISE, ID 83720-0080

1. Mailing Address - Correct in this box, if applicable

BORDERS, INC.
EDWARD JACKSON
PO BOX 7069

ANN ARBOR, MI 48107 7069

2. Registered Agent and Office **NO PO BOX**CT CORPORATION SYSTEM
300 N 6TH ST

BOISE, ID 83701

3. New Registered Agent Signature**NO FILING FEE IF
RECEIVED BY DUE DATE**

4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors.

Office heldNameStreet or P.O. AddressCityStateZip

See Attached list

5. Organized Under the Laws of:

COLORADO
C 125666

6.

Signature

Name (Typed or
Printed)

EDWARD J. JACKSON

Date

8-23-02

Title

VICE PRESIDENT - TAX

Issued 07/01/2002

Do Not Tape or Staple

BORDERS, INC.

OFFICERS & DIRECTORS

<u>Officers/Directors/Title</u>	<u>Business Address</u>
Gregory P. Josefowicz Chairman, Director	100 Phoenix Drive Ann Arbor, MI 48108
Tamara L. Heim President	100 Phoenix Drive Ann Arbor, MI 48108
Michael G. Spinozzi Executive Vice President	100 Phoenix Drive Ann Arbor, MI 48108
Stephen D. Davis Sr. Vice President	100 Phoenix Drive Ann Arbor, MI 48108
Edward W. Wilhelm Sr. Vice President, Treasurer, Assistant Secretary	100 Phoenix Drive Ann Arbor, MI 48108
Gregg R. Bodnar Vice President	100 Phoenix Drive Ann Arbor, MI 48108
Leonard F. Cosimano Vice President	100 Phoenix Drive Ann Arbor, MI 48108
Anne M. Kubek Vice President	100 Phoenix Drive Ann Arbor, MI 48108
Alex J. Lelli, Jr. Vice President	100 Phoenix Drive Ann Arbor, MI 48108
Steven O. McAlexander Vice President	100 Phoenix Drive Ann Arbor, MI 48108
Phillip C. Ollila Vice President	100 Phoenix Drive Ann Arbor, MI 48108
Mark Palmucci Vice President	100 Phoenix Drive Ann Arbor, MI 48108
Marilyn D. Slankard Vice President	100 Phoenix Drive Ann Arbor, MI 48108
Michael A. Zipser Vice President	100 Phoenix Drive Ann Arbor, MI 48108
Edward J. Jackson Vice President, Asst. Treasurer,	100 Phoenix Drive Ann Arbor, MI 48108

BORDERS, INC.

OFFICERS & DIRECTORS

<u>Officers/Directors/Title</u>	<u>Business Address</u>
Assistant Secretary	
Thomas D. Carney Secretary	100 Phoenix Drive Ann Arbor, MI 48108
Margaret Dearden Petersen Assistant Secretary	100 Phoenix Drive Ann Arbor, MI 48108
James M. Toner Assistant Secretary	100 Phoenix Drive Ann Arbor, MI 48108