

No. 116591

Annual Report Form

Due No Later Than November 30, 1997

2. Registered Agent and Office NOT A P.O. BOX

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

1. Mailing Address - Please Correct, If Not Correct

SAM'S WEST, INC.  
DAVID D GLASS  
702 SW 8TH ST  
BENTONVILLE AR 72716

CT CORPORATION SYSTEM  
300 N 6TH ST  
BOISE ID 38701

3. Organized Under the Laws of:  
DELAWARE

NO FEE REQUIRED

FIRST NOTICE

4. Corporations: Enter Names and Addresses of **President, Secretary and Directors**  
Limited Liability Companies: Enter Names and Addresses of  Managers or  Members (check one)

Office held                      Name                                      Street or P.O. Address                                      City                                      State                                      Zip

SEE ATTACHED LIST

5.

6. I certify that this Annual Report has been examined by me and is to the best of my knowledge true, correct and complete.

Signature

*James A. Walker, Jr*

Date

Oct. 1, 1997

Name (Typed or Printed)

JAMES A. WALKER, JR

Title

CP/Y.P. CONTROLLER

**Sam's West, Inc.  
Officers**

David D. Glass President and CEO	702 S.W. 8th Street Bentonville, AR 7271
Paul R. Carter Executive Vice President	702 S.W. 8th Street Bentonville, AR 7271
Mark Hansen Executive Vice President	702 S.W. 8th Street Bentonville, AR 7271
Jay Fitzsimmons Senior Vice President	702 S.W. 8th Street Bentonville, AR 7271
James A. Walker, Jr. Senior Vice President and Controller	702 S.W. 8th Street Bentonville, AR 7271
Robert K. Rhoads Senior Vice President and Secretary	702 S.W. 8th Street Bentonville, AR 7271
Terri Bertschy V.P./Treasurer	702 S.W. 8th Street Bentonville, AR 7271
Tony Fuller Vice President	702 S.W. 8th Street Bentonville, AR 7271
Robert M Bedard Assistant Vice President & Assistant Secretary	702 S.W. 8th Street Bentonville, AR 7271
J. Robert Bray Assistant Vice President & Assistant Secretary	702 S.W. 8th Street Bentonville, AR 7271
Sey S. Young Assistant Vice President & Assistant Secretary	702 S.W. 8th Street Bentonville, AR 7271
Jim Bennett Assistant Vice President & Assistant Secretary	702 S.W. 8th Street Bentonville, AR 7271
Ann Cato Assistant Secretary	702 S.W. 8th Street Bentonville, AR 7271
J. Michael Davis Assistant Secretary	702 S.W. 8th Street Bentonville, AR 7271
Robert P. Doane Assistant Secretary	702 S.W. 8th Street Bentonville, AR 7271
Michael Gardner Assistant Secretary	702 S.W. 8th Street Bentonville, AR 7271
Allison Garrett Assistant Secretary	702 S.W. 8th Street Bentonville, AR 7271

Jed Harrison  
Assistant Secretary

702 S.W. 8th Street  
Bentonville, AR 7271

Kimberly K. Lane  
Assistant Secretary

702 S.W. 8th Street  
Bentonville, AR 7271

Hazel Prosser  
Assistant Secretary

702 S.W. 8th Street  
Bentonville, AR 7271

Kim Saylor  
Assistant Secretary

702 S.W. 8th Street  
Bentonville, AR 7271

Bob Stoker  
Assistant Secretary

702 S.W. 8th Street  
Bentonville, AR 7271

Michael E. Tomlin  
Assistant Secretary

702 S.W. 8th Street  
Bentonville, AR 7271

Don West  
Assistant Secretary

702 S.W. 8th Street  
Bentonville, AR 7271

**Sam's West, Inc.**  
**Director**

David D. Glass  
Director

702 S.W. 8th Street  
Bentonville, AR 7271