

|                  |   |           |
|------------------|---|-----------|
| <b>SCC eFile</b> | <b>2013 ANNUAL REPORT<br/>COMMONWEALTH OF VIRGINIA<br/>STATE CORPORATION COMMISSION</b> | 213561878 |
|------------------|---|-----------|

|  |  |       |            |        |     |
|--|--|-------|------------|--------|-----|
| 1.) CORPORATION NAME:<br><b>SPENCE'S EMPORIUM, INC.</b><br>2.) VA REGISTERED AGENT NAME AND OFFICE ADDRESS:<br><b>WILLIAM L SPENCE<br/>         2460 BEECH AVE<br/>         BUENA VISTA, VA 24416</b><br>3.) CITY OR COUNTY OF VA REGISTERED OFFICE:<br><b>BUENA VISTA CITY</b><br>4.) STATE OR COUNTRY OF INCORPORATION:<br><b>VA</b> | DUE DATE: <b>3/31/2013</b><br>SCC ID NO: <b>04999736</b><br>5.) STOCK INFORMATION<br><table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 50%;">CLASS</td> <td style="width: 50%;">AUTHORIZED</td> </tr> <tr> <td>COMMON</td> <td>100</td> </tr> </table> | CLASS | AUTHORIZED | COMMON | 100 |
| CLASS  | AUTHORIZED   |       |            |        |     |
| COMMON   | 100  |       |            |        |     |

6.) PRINCIPAL OFFICE ADDRESS:

ADDRESS: 2450 BEECH AVENUE

CITY/ST/ZIP: BUENA VISTA, VA 24416

7.) DIRECTORS AND PRINCIPAL OFFICERS: All directors and principal officers must be listed. An individual may be designated as both a director and an officer.

|  |   |  |
|--|---|--|
|  | <input checked="" type="checkbox"/> OFFICER | <input checked="" type="checkbox"/> DIRECTOR |
| NAME: JOYCE R SPENCE<br>TITLE: PRESIDENT<br>ADDRESS: 2156 WALNUT AVENUE<br>CITY/ST/ZIP/CO: BUENA VISTA, VA 24416 |   |  |

|  |   |  |
|--|---|--|
|  | <input checked="" type="checkbox"/> OFFICER | <input checked="" type="checkbox"/> DIRECTOR |
| NAME: WILLIAM L SPENCE<br>TITLE: S/T<br>ADDRESS: 2156 WALNUT AVENUE<br>CITY/ST/ZIP/CO: BUENA VISTA, VA 24416 |   |  |

I AFFIRM THAT THE INFORMATION CONTAINED IN THIS ELECTRONIC REPORT IS ACCURATE AND COMPLETE AS OF THE DATE BELOW AND THAT I AM LEGALLY AUTHORIZED TO SIGN THIS REPORT.

|   |                                  |           |
|---|----------------------------------|-----------|
| /s/ WILLIAM L SPENCE                                | WILLIAM L SPENCE, S/T            | 3/19/2013 |
| SIGNATURE OF DIRECTOR/OFFICER LISTED IN THIS REPORT | PRINTED NAME AND CORPORATE TITLE | DATE      |

It is a Class 1 misdemeanor for any person to sign a document, which includes this electronic record, that is false in any material respect with the intent that the document be delivered to the Commission for filing.