

No. C 35443	Annual Report Form 1999 Due No Later Than November 30,		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 NO FEE REQUIRED * FIRST NOTICE *	1. Mailing Address - Please Correct If Not Correct SARA LEE CORPORATION ATTENTION: TAX DEPARTMENT THREE FIRST NATIONAL PLAZA CHICAGO IL 60602 4260		C. T. CORPORATION SYSTEM 300 NORTH SIXTH STREET BOISE ID 83701 3. Organized Under the Laws of: MD C 35443																															
5. Corporations: Enter Names and Business Addresses of President, Secretary and Directors Limited Liability Companies: Enter Names and Addresses of <input type="checkbox"/> Managers or <input type="checkbox"/> Members (check one)																																		
<table border="1"> <thead> <tr> <th>Office held</th> <th>Name</th> <th>Street or P.O. Address</th> <th>City</th> <th>State</th> <th>Zip</th> </tr> </thead> <tbody> <tr> <td>President</td> <td>Charles Steven McMillan</td> <td>3 First Nat'l Plaza</td> <td>Chicago</td> <td>IL</td> <td>60602</td> </tr> <tr> <td>Secretary</td> <td>Rodeneck A. Palmore</td> <td>3 First Nat'l Plaza</td> <td>Chicago</td> <td>IL</td> <td>60602</td> </tr> <tr> <td>Director</td> <td>Rozanne Ridgway</td> <td>3 First Nat'l Plaza</td> <td>Chicago</td> <td>IL</td> <td>60602</td> </tr> <tr> <td>Director</td> <td>Richard Thomas</td> <td>3 First Nat'l Plaza</td> <td>Chicago</td> <td>IL</td> <td>60602</td> </tr> </tbody> </table>	Office held	Name	Street or P.O. Address	City	State	Zip	President	Charles Steven McMillan	3 First Nat'l Plaza	Chicago	IL	60602	Secretary	Rodeneck A. Palmore	3 First Nat'l Plaza	Chicago	IL	60602	Director	Rozanne Ridgway	3 First Nat'l Plaza	Chicago	IL	60602	Director	Richard Thomas	3 First Nat'l Plaza	Chicago	IL	60602				
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Director	Richard Thomas	3 First Nat'l Plaza	Chicago	IL	60602																													
6. Signature of New Registered Agent	6. Signature <u>Therese Carr</u> Date <u>8/5/99</u> Name (Typed or Printed) <u>Therese Carr</u> Title <u>Asst Secretary</u>																																	

ISSUED: 07-03-1999

3889

**Sara Lee Corporation
Officers and Directors**

Title	Name
Chairman & Chief Executive Officer	John H. Bryan, Jr.
President & COO	Charles Steven McMillan
Senior Vice President	Mark J. McCarville
Senior Vice President	Adriaan Nuhn
Senior Vice President	Lee A. Chaden
Senior Vice President	James R. Carlson
Senior Vice President	Paul J. Lustig
Senior Vice President	Gary C. Grom
Senior Vice President	Lewis Frankfort
Senior Vice President	George W. Bryan
Sr VP, Secretary & Gen Counsel	Roderick A. Palmore
Executive Vice President	Frank L. Meysman
Executive Vice President & CFO	Judith A. Sprieser
Vice President	Herman Bouwman
Vice President	Janet E. Bergman
Vice President	Charles L. Nesbit, Jr.
Vice President	Ann E. Ziegler
Vice President	William A. Geoppinger
Vice President	Simon C. Hemus
Vice President	Ronald D. Hubble
Vice President	George Chivari
Vice President	Richard Noll
Vice President	Julio A. Barea
Vice President	Elynor A. Williams
Vice President	Douglas C. Volz
Vice President	John A. Piazza
Vice President	Peter J. W. Roorda
Vice President	Richard D. Oberdorf
Vice President	Donald L. Meier
Vice President	James M. Ostrowski
Vice President	M. Theresa Herlevsen
Vice President	J Randall White
Vice President	William McFall Pearce
Vice President	Jerry M. Laner
Vice President	Ann Marie McNamara
Vice President	Gerald Evans
Vice President	Peter Doodeman
Vice President	Linda Woltz
Vice President	L..M. (Theo) de Kooi
Vice President	N. Robert Utecht
Vice President	Stanley Greanias
Vice President & Treasurer	Robert W. Oberrender
Vice President Controller	Wayne Szypulski

**Sara Lee Corporation
Officers and Directors**

Title

Assistant Secretary
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Assistant Secretary
Assistant Secretary
Assistant Secretary
Assistant Secretary
Assistant Secretary
Assistant Secretary
Assistant Treasurer
Assistant Treasurer
Assistant Treasurer
Director
Director
Director
Director
Director
Director
Director
Director
Director
Director
Director
Director
Director
Director
Vice Pres., Deputy Gen. Counsel, Asst. Se

Name

James K. Hahn
Steven D. Stern
Carole P. Sadler
Frank Raine Remsburg
Vincent F. Coffey
Gary H. Pilnick
Arthur J. DeBaugh
John J. Witzig
Melvin L. Ortner
Ronald L. Scherubel
Therese Carr
Douglas F. Zak
Debra Buhring-Smith
Tracy Birmingham
Edward Cunneen
David B. Ellis
Orville Lunking
JoAnn D. Burkholder
James L. Ketelsen
James S. Crown
Hans B van Liernt
Richard L. Thomas
Paul A. Allaire
Joan D. Manley
Vernon E. Jordan, Jr.
Willie D. Davis
Charles W. Coker
Duane L. Burnham
John H. Bryan, Jr.
Frans H.J.J. Andriessen
Rozanne L. Ridgway
R. Henry Kleeman

All Officers and Directors may be
reached -

c/o Sara Lee Corporation
Three First National Plaza
Chicago, Illinois 60602-4261