

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		1. Mailing Address - Please Correct If Not Correct SARA LEE CORPORATION ATTENTION: TAX DEPARTMENT THREE FIRST NATIONAL PLAZA		C. T. CORPORATION SYSTEM 300 NORTH SIXTH STREET BOISE ID 83701	
* FIRST NOTICE *		CHICAGO IL 60602 4260		3. Organized Under the Laws of: MD C 35443	
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 checked="" type="checkbox"/> Members (check one)					
Office held	Name	Street or P.O. Address	City	State	Zip
President	Charles Steven McMillan	3 First Nat'l Plaza	Chicago	IL	60602
Secretary	Rodenck A. Palmer	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
Signature of New Registered Agent		6. Signature <u>Therese Carr</u> Date <u>8/5/99</u> Name <small>(Typed or Printed)</small> <u>Therese Carr</u> Title <u>Asst Secretary</u> <u>3889</u>			
ISSUED: 07-03-1999					

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

All Officers and Directors may be
reached -

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