

FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00

PROFIT CORPORATION ANNUAL REPORT 1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State
DIVISION OF CORPORATIONS

1 of 2

DOCUMENT # 273498 (6)

1. Corporation Name
SUNDOR BRANDS INC.



Principal Place of Business: **ONE PROCTER & GAMBLE PLAZA PO BOX 599. ATTN TAX DIV CINCINNATI OH 45201-8517**
Mailing Address: **ONE PROCTER & GAMBLE PLAZA PO BOX 599. ATTN TAX DIV CINCINNATI OH 45201-8517**

3. Date Incorporated or Qualified: **09/09/1963**
3a. Date of Last Report: **05/01/1995**
4. FEI Number: **59-1027282**
5. Certificate of Status Desired: \$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution: \$5.00 May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes: Yes No

2. Principal Place of Business: 21, 22, 23, 24
2a. Mailing Address: 26, 27, 28, 29, 30

9. Name and Address of Current Registered Agent
**CT CORPORATION SYSTEM
1200 S. PINE ISLAND ROAD
PLANTATION FL 33324**

10. Name and Address of New Registered Agent
81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83
84 City: **FL** 85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE: _____ (NOTE: Registered Agent signature required when registering) DATE: _____

12. OFFICERS AND DIRECTORS

TITLE	VD	<input type="checkbox"/> DELETE
NAME	EATON, E.H. JR	
STREET ADDRESS	1 PROCTER & GAMBLE PLZ	
CITY-ST-ZIP	CINCINNATI OH	
TITLE	P	<input type="checkbox"/> DELETE
NAME	PEPPER, J.E.	
STREET ADDRESS	1 PROCTER & GAMBLE PLZ	
CITY-ST-ZIP	CINCINNATI OH	
TITLE	V	<input type="checkbox"/> DELETE
NAME	NELSON, E. G	
STREET ADDRESS	1 PROCTER & GAMBLE PLZ	
CITY-ST-ZIP	CINCINNATI OH	
TITLE	S	<input type="checkbox"/> DELETE
NAME	OVERBY, T L	
STREET ADDRESS	1 PROCTER & GAMBLE PLZ	
CITY-ST-ZIP	CINCINNATI OH	
TITLE	VT	<input type="checkbox"/> DELETE
NAME	DALEY, C. C JR.	
STREET ADDRESS	1 PROCTER & GAMBLE PLZ	
CITY-ST-ZIP	CINCINNATI OH	
TITLE	AS	<input type="checkbox"/> DELETE
NAME	KEHOE, T. J	
STREET ADDRESS	1 PROCTER & GAMBLE PLZ	
CITY-ST-ZIP	CINCINNATI OH	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 CITY-ST-ZIP	
2.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	P BERNDT, W.C.
2.3 STREET ADDRESS	
2.4 CITY-ST-ZIP	
3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY-ST-ZIP	
4.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	S OVERBEY, T.L.
4.3 STREET ADDRESS	
4.4 CITY-ST-ZIP	
5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY-ST-ZIP	
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	
6.3 STREET ADDRESS	
6.4 CITY-ST-ZIP	

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath, that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes, and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: *T. J. Kehoe* T. J. KEHOE ASSISTANT SECRETARY 4/17/96 513-945-9729
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

CR2E034 (12/95)

SUNDOR BRANDS INC.
OFFICERS

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PRESIDENT	W. C. Berndt	One Procter & Gamble Plaza	Cincinnati, OH 45202
EXECUTIVE VP	M. J. Griffith	One Procter & Gamble Plaza	Cincinnati, OH 45202
VP - FINANCE	E. G. Nelson	One Procter & Gamble Plaza	Cincinnati, OH 45202
VICE PRESIDENT & COMPTROLLER	E. H. Eaton, Jr.	One Procter & Gamble Plaza	Cincinnati, OH 45202
VP & TREASURER	C. C. Daley, Jr.	One Procter & Gamble Plaza	Cincinnati, OH 45202
VICE PRESIDENTS	B. L. Bethell	One Procter & Gamble Plaza	Cincinnati, OH 45202
	S. P. Donovan, Jr.	One Procter & Gamble Plaza	Cincinnati, OH 45202
	G. T. Martin	One Procter & Gamble Plaza	Cincinnati, OH 45202
	G. J. Mussari	One Procter & Gamble Plaza	Cincinnati, OH 45202
SECRETARY	T. L. Overbey	One Procter & Gamble Plaza	Cincinnati, OH 45202
ASSISTANT SECRETARIES	T. J. Kehoe	One Procter & Gamble Plaza	Cincinnati, OH 45202
	D. M. Moyer	One Procter & Gamble Plaza	Cincinnati, OH 45202
	L. D. Rohrer	One Procter & Gamble Plaza	Cincinnati, OH 45202
	R. J. Thompson	One Procter & Gamble Plaza	Cincinnati, OH 45202
ASSISTANT TREASURERS	G. A. Dowdell	One Procter & Gamble Plaza	Cincinnati, OH 45202
	J. R. Lawhead	One Procter & Gamble Plaza	Cincinnati, OH 45202
	C. P. Slater	One Procter & Gamble Plaza	Cincinnati, OH 45202
	R. C. Stewart	One Procter & Gamble Plaza	Cincinnati, OH 45202
DIRECTORS	S. P. Donovan, Jr.	One Procter & Gamble Plaza	Cincinnati, OH 45202
	E. H. Eaton, Jr.	One Procter & Gamble Plaza	Cincinnati, OH 45202

Expiration of Term of Office

October 8, 1996