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**FILED**  
**May 10, 1999 8:00 am**  
**Secretary of State**

05-10-1999 90193 015 \*\*\*150.00

PROFIT CORPORATION ANNUAL REPORT <b>1999</b>		FLORIDA DEPARTMENT OF STATE <b>Katherine Harris</b> Secretary of State DIVISION OF CORPORATIONS
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**DOCUMENT # 804758**  
 1. Corporation Name  
**HERSHEY FOODS CORPORATION**

Principal Place of Business 100 CRYSTAL A DRIVE P.O. BOX 810 HERSHEY PA 17033 US	Mailing Address 100 CRYSTAL A DRIVE P.O. BOX 810 HERSHEY PA 17033 US
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21	2a. Mailing Address 26
Suite, Apt. #, etc. 22	Suite, Apt. #, etc. 27
City & State 23	City & State 28
Zip 24	Country 25
Zip 29	Country 30

3. Date Incorporated or Qualified <b>07/01/1937</b>	Applied For
4. FEI Number <b>23-0691590</b>	Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	<b>\$8.75</b> Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	<b>\$5.00</b> May Be Added to Fees
8. This corporation owes the current year Intangible Personal Property Tax. <input type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent

**CT CORPORATION SYSTEM  
 1200 S. PINE ISLAND ROAD  
 1010  
 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	<b>FL</b>
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 \_\_\_\_\_ DATE \_\_\_\_\_  
Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS

TITLE	<b>PCEO</b>	<input type="checkbox"/> DELETE
NAME	<b>VIVIANO, JOSEPH P.</b>	
STREET ADDRESS	<b>1051 SAND HILL RD</b>	
CITY-ST-ZIP	<b>HERSHEY PA</b>	
TITLE	<b>VP</b>	<input type="checkbox"/> DELETE
NAME	<b>CHRIST, WILLIAM F.</b>	
STREET ADDRESS	<b>3189 TUNNELL HILL RD</b>	
CITY-ST-ZIP	<b>LEBANON PA</b>	
TITLE	<b>VPGC</b>	<input type="checkbox"/> DELETE
NAME	<b>REESE, ROBERT M.</b>	
STREET ADDRESS	<b>140 ELM AVE</b>	
CITY-ST-ZIP	<b>HERSHEY PA</b>	
TITLE	<b>D</b>	<input type="checkbox"/> DELETE
NAME	<b>HILL, BONNIE G.</b>	
STREET ADDRESS	<b>1497 SHADOW OAKS PL</b>	
CITY-ST-ZIP	<b>CHARLOTTESVILLE VA</b>	
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

**SCHEDULE ATTACHED**

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 type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
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 type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	
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 hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), 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, with all other like empowered.

SIGNATURE:  Asst. Secretary & Asst. Treasurer 717-534-7509  
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (11/98)

**DIRECTORS AND OFFICERS OF HERSHEY FOODS CORPORATION**

NAME	TITLE	SSN	HOME ADDRESS	BUSINESS ADDRESS
Wolfe, Kenneth L.	Chairman of the Board & Chief Executive Officer	180-32-1058	1203 Quail Hollow Rd Hummelstown, PA 17036	100 Crystal A Drive Hershey, PA 17033
Viviano, Joseph P.	President & Chief Operating Officer	406-46-7964	1051 Sand Hill Road Hershey, PA 17033	100 Crystal A Drive Hershey, PA 17033
Christ, William F.	Senior Vice President & Chief Financial Officer and Treasurer	163-32-1413	3189 Tunnel Hill Road Lebanon, PA 17042	100 Crystal A Drive Hershey, PA 17033
Brace, Raymond	Vice President - Operations	165-36-0253	RD#1, Box 32 Hershey, PA 17033	100 Crystal A Drive Hershey, PA 17033
Duncan, Charles L.	Vice President - Research and Development	409-64-8552	1017 M. Alton Drive Hummelstown, PA 17036	1025 Reese Avenue Hershey, PA 17033
Reese, Robert M.	Vice President & General Counsel & Secretary	182-36-0238	140 Elm Avenue Hershey, PA 17033	100 Crystal A Drive Hershey, PA 17033
Lambly, Sharon A.	Vice President - Human Resources	146-36-3458	880 Zernant Drive Hummelstown, PA 17036	100 Crystal A Drive Hershey, PA 17033
Tacka, David W.	Corporate Controller and Chief Accounting Officer	145-48-8102	929 West Beech Avenue Hershey, PA 17033	100 Crystal A Drive Hershey, PA 17033
Ulrich, Gerald R.	Assistant Controller	198-44-8663	14 Marquette Drive Hummelstown, PA 17036	100 Crystal A Drive Hershey, PA 17033
Clompson, Vincent R.	Assistant Secretary	197-52-0288	2076 Gramery Place Hummelstown, PA 17036	100 Crystal A Drive Hershey, PA 17033
Kimmel, Mark E.	Assistant Secretary	198-50-2467	1400 Old Reliance Road Middletown, PA 17057	100 Crystal A Drive Hershey, PA 17033
Snyder, Burton S.	Assistant Secretary	198-36-2024	4317 Valley View Road Harrisburg, PA 17112	100 Crystal A Drive Hershey, PA 17033
Cottonaro, Joseph A.	Assistant Secretary and Assistant Treasurer	201-40-5132	458 W. Granada Avenue Hershey, PA 17033	100 Crystal A Drive Hershey, PA 17033
Bechtel, Robert D.	Assistant Treasurer	168-42-8463	2818 Welsh Road Morton, PA 19540	19 E. Chocolate Avenue Hershey, PA 17033
Hannan, Howard R.	Assistant Treasurer	399-36-4552	24 Eastfield Road Hummelstown, PA 17036	100 Crystal A Drive Hershey, PA 17033
Stroh, Rosa C.	Assistant Treasurer	168-54-8059	1257 Julianne Drive Hummelstown, PA 17036	100 Crystal A Drive Hershey, PA 17033
Alexander, William H.	DIRECTOR	181-32-7453	16 Wagner Street Hummelstown, PA 17036	3300 North Third Street Harrisburg, PA 17105
Campbell, Robert H.	DIRECTOR	192-28-2297	468 Inverary Villanova, PA 19085	1801 Market Street Philadelphia, PA 19103
Ewars, C. McCollister, M.D.	DIRECTOR	107-24-3982	195 Shady Lane Hummelstown, PA 17036	500 University Drive Hershey, PA 17033
Hill, Bonnie Gulion	DIRECTOR	557-58-1821	10724 Whitshire Blvd #805 Westwood, CA 90024	220 West First Street Los Angeles, CA 90012
Jamison, John C.	DIRECTOR	310-34-2167	3073 Brick Bar Road Williamsburg, VA 23188	161 B John Jefferson Square Williamsburg, VA 23185
McDonald, Mackey J.	DIRECTOR	253-74-0729	1821 Museum Road Wyomissing, PA 19610	1047 North Park Road Wyomissing, PA 19610
Pietruski, John M.	DIRECTOR	150-26-3162	27 Paddock Lane Coles Neck, NJ 07722	One Penn Plaza, Suite 3408 New York, NY 10119
Sarra, Vincent A.	DIRECTOR	039-14-1903	Country Club Road Rector, PA 15677	One PPG Place Pittsburgh, PA 15272
Viviano, Joseph P.	DIRECTOR	406-46-7964	1051 Sand Hill Road Hershey, PA 17033	100 Crystal A Drive Hershey, PA 17033
Wolfe, Kenneth L.	DIRECTOR	180-32-1058	1203 Quail Hollow Rd. Hummelstown, PA 17036	100 Crystal A Drive Hershey, PA 17033

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