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Apr 21 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Morham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # 857038 (4)

1. Corporation Name
SEE'S CANDIES, INC.



Principal Place of Business 210 EL CAMINO REAL SOUTH SAN FRANCISCO CA 94080	Mailing Address 210 EL CAMINO REAL SOUTH SAN FRANCISCO CA 94080-5988 US
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2. Principal Place of Business	2a. Mailing Address
21 Suite, Apt. #, etc.	26 Suite, Apt. #, etc.
22 City & State	27 City & State
23 Zip Country	28 Zip Country
24	29

3. Date Incorporated or Qualified 07/07/1983	3a. Date of Last Report 04/08/1996
4. FEI Number 94-0852350	Applied For Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

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 reinstating) DATE _____

12. OFFICERS AND DIRECTORS	
TITLE	CD <input type="checkbox"/> DELETE
NAME	BUFFETT, WARREN E.
STREET ADDRESS	210 EL CAMINO REAL
CITY-ST-ZIP	SO. SAN FRANCISCO CA
TITLE	PD <input type="checkbox"/> DELETE
NAME	HUGGINS, CHARLES N
STREET ADDRESS	210 EL CAMINO REAL
CITY-ST-ZIP	SO. SAN FRANCISCO CA
TITLE	S <input type="checkbox"/> DELETE
NAME	TREMONT, JAMES F
STREET ADDRESS	210 EL CAMINO REAL
CITY-ST-ZIP	SO. SAN FRANCISCO CA
TITLE	AST <input type="checkbox"/> DELETE
NAME	HAMBURG, MARC D.
STREET ADDRESS	210 EL CAMINO REAL
CITY-ST-ZIP	S. SAN FRANCISCO CA
TITLE	D <input type="checkbox"/> DELETE
NAME	MUNGER, CHARLES T.
STREET ADDRESS	210 EL CAMINO REAL
CITY-ST-ZIP	SO. SAN FRANCISCO CA
TITLE	<input type="checkbox"/> DELETE
NAME	
STREET ADDRESS	
CITY-ST-ZIP	

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 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 do 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.

SIGNATURE *Sandra B. Morham* **KENNETH C. SCOTT 4/8/97 (415) 583-7307**

CR2E034 (9/96)

SEE'S CANDIES, INC.
OFFICERS AND DIRECTORS

<u>NAME OF OFFICERS</u>	<u>TITLE</u>	<u>ADDRESS</u>
Warren E. Buffett	Chairman of the Board	210 El Camino Real South San Francisco California 94080
Charles N. Huggins	President	Same as above
Richard Van Doren	Vice President	Same as above
Donna Arevalo	Vice President	Same as above
James F. Tremont	Secretary	Same as above
Kenneth C. Scott	Treasurer and Chief Financial Officer	Same as above
Marc D. Hamburg	Assistant Secretary—Treasurer	Same as above

DIRECTORS

Warren E. Buffett	Same as above
Charles N. Huggins	Same as above
Charles T. Munger	Same as above

EFFECTIVE: December 30, 1995