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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION _ TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1.	See's Candy Shops, Incorporated (Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION", or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2.	(State or country under the law of which it is incorporated) 3. 95-1205740 (FEI number, if applicable)
4.	April 24, 1978 (Date of incorporation) 5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")
6.	November 1999 (Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))
7.	210 El Camino Real, South San Francisco, California 94080
	(Current mailing address)
8.	Refail Sale of Candy (Purpose(s) of corporation authorized in home state or country to be carried out in the state of S
	(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Section 1997.
9.	Name and street address of Florida registered agent:
	Name: C T Corporation System
	Office Address: Island Road System, 1200 South Pine
	Plantation , Florida, 33324 Diff 9 (Zip Code)
Ha de fui	D. Registered agent acceptance: aving been named as registered agent and to accept service of process for the above stated corporation at the place esignated in this application. I hereby accept the appointment as registered agent and agree to act in this capacity. I with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.
	C T Corporation System
	Continued agently sign about 1055
	(Registered agent's signature) (Officer) C. Morales
	Special Asst. Secretary
(F	L - 2189 - 11/16/94) (Type Name and Title of Officer)

- 11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.
- 12. Names and addresses of officers and/or directors:

A.	DIRECTORS		
	Chairman: See attached list of directors		
	Address:		-
		_	
	Vice Chairman: See attached list of directors	<u>-</u>	
	Address:	-	
	Director: See attached list of directors	-	
	Address:	_	
	Director:	- Tax 9	
	Address:	99 MAT -6 SECRETAR TALLAHASS	
В.	OFFICERS		
	President: See attached list of officers	₩ ⋝ 6	л Л
	Address:	OF V	۵ .
	Vice President:		
	Address:	_	
	Secretary:	_	
	Address:	-	

SEE'S CANDY SHOPS, INC. OFFICERS AND DIRECTORS

NAME OF OFFICERS	TITLE	ADDRESS
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

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SECKETARY OF STATE

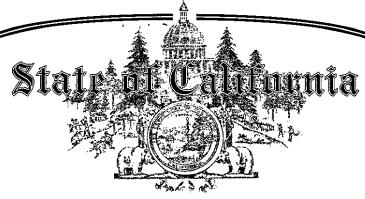
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` Treasurer:	
Address: _	
NOTE: If necessary, you and/or directors.	u may attach an addendum to the application listing additional officers
13. (Signature of Chairma application)	RC Scotto in, Vice Chairman, or any officer listed in number 12 of the
14. Ken C. Scot	+ Treasurer and Chief Financial Officer le and capacity of person signing application)

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SECRETOR STATE
SECRETOR STATE



SECRETARY OF STATE

CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, BILL JONES, Secretary of State of the State of California, hereby certify:

SEE'S CANDY SHOPS, INCORPORATED

became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

April 30, 1999

Billyones

Secretary of State