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Apr 02 1997 8:00am
Secretary of State

PROFIT
CORPORATION
ANNUAL REPORT
1997



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

DOCUMENT # 842304 (8)

1. Corporation Name
PYAMONARCH, INC.

Principal Place of Business
% SARA LEE CORP. TAX DEPT.
THREE FIRST NATIONAL PLAZA
CHICAGO IL 60602

Mailing Address
% SARA LEE CORP. TAX DEPT.
THREE FIRST NATIONAL PLAZA
CHICAGO IL 60602



2. Principal Place of Business

21 Suite, Apt. #, etc.

22 City & State

23 Zip Country

2a. Mailing Address

26 Suite, Apt. #, etc.

27 City & State

28 Zip Country

3. Date Incorporated or Qualified

12/29/1978

3a. Date of Last Report

04/30/1996

4. FEI Number

36-2998724

Applied For

Not Applicable

5. Certificate of Status Desired

\$8.75 Additional
Fee Required

6. Election Campaign Financing
Trust Fund Contribution

\$5.00 May Be
Added to Fees

7. This corporation has liability for intangible tax under s. 199.032,
Florida Statutes

Yes No

9. Name and Address of Current Registered Agent

THE PRENTICE-HALL CORPORATION SYSTEM, INC.
1201 HAYS STREET
SUITE 105
TALLAHASSEE FL 32301

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

Signature, typed or printed name of registered agent and title if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

TITLE P
NAME CARLSON, JAMES R
STREET ADDRESS 80 INTERNATIONAL DR
CITY - ST - ZIP GREENVILLE SC

TITLE V
NAME MEIER, DONALD L
STREET ADDRESS THREE FIRST NATL PLAZA
CITY - ST - ZIP CHICAGO IL

TITLE VAS
NAME HOFFMAN, FLOYD G
STREET ADDRESS THREE FIRST NATL PLAZA
CITY - ST - ZIP CHICAGO IL

TITLE VAS
NAME SCHERUBEL, RONALD L
STREET ADDRESS THREE FIRST NATL PLAZA
CITY - ST - ZIP CHICAGO IL

TITLE AS
NAME HAHN, JAMES
STREET ADDRESS THREE FIRST NATIONAL PLAZA
CITY - ST - ZIP CHICAGO IL

TITLE
NAME
STREET ADDRESS
CITY - ST - ZIP

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE
1.2 NAME
1.3 STREET ADDRESS
1.4 CITY - ST - ZIP

2.1 TITLE
2.2 NAME
2.3 STREET ADDRESS
2.4 CITY - ST - ZIP

3.1 TITLE VP
3.2 NAME Janet Kelly
3.3 STREET ADDRESS Three First National Plaza
3.4 CITY - ST - ZIP Chicago, IL 60602-4261

4.1 TITLE VAS
4.2 NAME Roderick Palmore
4.3 STREET ADDRESS Three First National Plaza
4.4 CITY - ST - ZIP Chicago, IL 60602-4261

5.1 TITLE
5.2 NAME
5.3 STREET ADDRESS
5.4 CITY - ST - ZIP

6.1 TITLE
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:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

3-25-97

Date

Daytime Phone #

0527611

CR2E034 (9/96)

PYA/MONARCH, INC.

OFFICERS AND DIRECTORS

NAME	TITLE	SS#	ADDRESS
James R. Carlson[12]	President & CEO	321-36-2659	107 Lady Banks Lane, Greer, SC 29650
William McFall Pearce[12]	Executive Vice President		Information available at taxpayer's office
Kelly A. Elliott[12]	Controller		Information available at taxpayer's office
Daryl B. Ellis[1]	Treasurer	553-80-3824	711 Lake Avenue, Winnetka, IL 60091
Gary C. Grom[1]	Vice President	339-36-0654	21676 N. Timber Ridge Ct., Kildeer, IL 60047
Donald L. Meier[1]	Vice President	321-30-3389	400 E. Randolph, #1717, Chicago, IL 60601
Kathleen M. Cronin[1]	Vice President & Asst. Secretary		Information available at taxpayer's office
Raymond Goldman	Vice President & Asst. Secretary		Information available at taxpayer's office
R. Henry Kleeman[1]	Vice President & Asst. Secretary	319-40-8745	1230 Wilson Dr., Lake Forest, IL 60045
Richard F. O'Brien	Vice President & Asst. Secretary		Information available at taxpayer's office
Roderick Palmore[1]	Vice President & Asst. Secretary	165-44-7383	507 N. Euclid, Oak Park, IL 60302
Leon E. Porter, Jr.[2]	Vice President & Asst. Secretary	247-46-8386	3540 Buena Vista Road, Winston-Salem, NC 27106
David E. Schreiman[1]	Vice President & Asst. Secretary		Information available at taxpayer's office
John J. Witzig[1]	Vice President & Asst. Secretary	336-58-4254	1325 N. State Parkway Apt. #7, Chicago, IL 60610
Steven L. Stolz	Vice President & CFO		Information available at taxpayer's office
Janet L. Kelly[1]	Vice President & Secretary	319-58-0982	230 N. Catalpa St., Addison, IL 30101
James C. Clousing[1]	Assistant Secretary	324-32-8513	1850 185th Street, Lansing, IL 60438
Vincent F. Coffey[1]	Assistant Secretary	152-36-7287	638 Oakhurst Dr., Naperville, IL 60540
Edward Cunniff[1]	Assistant Secretary	342-40-0504	418 N. Stewart Ave., Lombard, IL 60148
Arthur J. DeBaugh[2]	Assistant Secretary	104-56-1591	3909 Wickersham Lane, Winston-Salem, NC 27106
James Hahn[1]	Assistant Secretary	104-46-1654	1421 West Russell Court, Arlington Hts., IL 60005
Douglas F. Zak[1]	Assistant Secretary	332-36-3450	150 Michaux, Riverside, IL 60546
Jacqueline Ziemba-Brown[1]	Assistant Secretary	361-56-2743	10800 Great Egret Dr., Orland Park, IL 60462
Roderick Palmore[1]	Director	165-44-7383	507 N. Euclid, Oak Park, IL 60302
R. Henry Kleeman[1]	Director	319-40-8745	1230 Wilson Dr., Lake Forest, IL 60045

[1] Business address - Sert Lee Corporation, Three First National Plaza, Chicago, IL 60602

[2] Business address - Sert Lee Corporation, 470 Harrod Mill Road, Winston-Salem, NC 27105

[12] Business address - PYA/Monarch, Inc., 80 International Drive, Greenville, SC 29615