PROFIT .. CORPORATION ANNUAL REPORT

1999



FLORIDA DEPARTMENT OF STATE

Katherine Harris

Secretary of State DIVISION OF CORPORATIONS

DOCUMENT # F9400000603

1. Corporation Name

SWEET FACTORY, INC.

Principal Place of Business

Mailing Address

FILED Mar 23, 1999 8:00 am Secretary of State

03-23-1999 90045 046 ***150.00

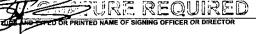


10343 ROSELLE SAN DIEGO CA	ROŚELLE STREET 10343 ROSELLE STREET EGO CA 92121 SAN DIEGO CA 92121			DO NOT WRITE IN THIS SPACE				
		•						
					3. Date Incorporated or Qualifed 02/08/1994			
2. Principal Place of Business 2 2a. Mailing Address					4. FEI Number	A	pplied For	
21 Go Archibald Candy Coep. 26 Go Archibald Ca				du Cor	P 33-0470773	N	ot Applicable	
Suite And # ata				on Blu	· ·		Additional equired	
City & State City & State City & State City & State Chicago, I			ΣĊ	6. Election Campaign Financing Trust Fund Contribution S5.00 May Be Added to Fees				
			Country		8. This corporation owes the current year Intangible Personal Property Tax. Yes No			
9. Name and Address of Current Registered Agent					10. Name and Address of New Registered Agent			
				81 Name				
CT CORPORATION SYSTEM 1200 SOUTH PINE ISLAND ROAD			82	82 Street Address (P.O. Box Number is Not Acceptable)				
PLANTATION FL 33324			83					
,			84	City		L 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					guired when reinstating) DATE			
Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered 12. OFFICERS AND DIRECTORS 13.				n agnature rec	ADDITIONS/CHANGES TO OFFICERS	AND DIRECT	ORS IN 12	
TITLE	D	₩ DELETE	1.1 TITLE	·····		☐ Change		
NAME	Bell, T. Robert	F	1.2 NAME		See THacked Lis	+<	1	
STREET ADDRESS	14665 CALLE CARLA	1.3 ST		TADDRESS	32 1. 110-21 - 13	3		
CITY-ST-ZIP	• • • • • • • • • • • • • • • • • • •		1.4 CITY-S					
TITLE	VP	₩ DELETE	2.1 TITLE			☐ Change	☐ Addition	
NAME	MORLEY, NORAH	• -	2.2 NAME				Ī	
STREET ADDRESS	12729 VIA TERCETO		2.3 STREE	TADDRESS				
CITY-ST-ZIP	SAN DIEGO CA		2.4 CITY-5	ST-ZIP				
TITLE			3.1 TITLE			☐ Change	☐ Addition	
NAME			3.2 NAME					
STREET ADDRESS			3.3 STREE	TADORESS				
CITY-ST-ZIP			3.4. CITY-5	ST-ZIP				
TITLE		☐ DELETE	4.1 TITLE			Change	☐ Addition	
NAME:			4. 2 NAME	i				
STREET ADDRESS			4.3 STREE	TADDRESS				
CITY-ST-ZIP			4.4 CITY-S	T-ZIP				
TITLE		☐ DELETE	5.1 TITLE			Change	Addition	
NAME			5.2 NAME					
STREET ADDRESS			5.3 STREE	TADDRESS				
CITY-ST-ZIP		_	5.4 CITY+S	T-ZIP				
TITLE		☐ DELETE	6.1 TITLE			☐ Change	☐ Addition	
NAME			6.2 NAME				j	
STREET ADDRESS			6.3 STREE	T ADDRESS				

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:

CITY-ST-ZIP



Sweet Factory Inc. List of Officers

Thomas H. Quinn
Chief Executive Officer

1751 Lake Cook Road Deerfield, IL 60015 847-945-5591

Adam E. Max
Vice President
Assistant Secretary
Assistant Treasurer
767 5th Avenue, 48th Fl.
New York, NY 10153
212-755-9710

Ted A. Shepherd

President
Chief Operating Officer
1137 W. Jackson Blvd.
Chicago, IL 60607
312-432-3409

Donna M. Snopek
Vice President-Finance
and Accounting
Secretary
1137 W. Jackson Blvd.
Chicago, IL 60607
312-432-3214

Sweet Factory Inc. Board of Directors

John W. Jordan II Jordan Industries, Inc Hancock Building 875 N. Michigan Avenue Chicago, IL 60611

Adam E. Max
The Jordon Company
767 5th Avenue, 48th Floor
New York, NY 10019

Jeffery Rosen
O'Melveny & Myers
153 East 53rd Street
New York, NY 10022

Thomas H. Quinn
Jordon Industries, Inc.
Arborlake Center, Suite 550
1751 Lake Cook Road
Deerfield, IL 60015

Brandt Binder
TCW Special Placements Fund III
0/0 Trust Company of the West
Representative Office
200 Park Avenue, Suite 2200
New York, NY 10166-0228

ARCHIBALD CANDY CORPORATION OFFICERS

Thomas H. Quinn

<u>Chairman of the Board</u>

<u>Chief Executive Officer</u>

1751 Lake Cook Road Deerfield, IL 60015 847-945-5591

Adam E. Max
Vice President
Assistant Secretary
Assistant Treasurer
767 5th Avenue, 48th Fl.
New York, NY 10153
212-755-9710

Alan W. Petrik
Vice President
1137 W. Jackson Blvd.
Chicago, IL 60607
312-432-3214

Joseph A. Walsh Assistant Secretary Assistant Treasurer 1137 W. Jackson Blvd Chicago, IL 60607 312-432-3214 Ted A. Shepherd

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Chief Operating Officer
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Chicago, IL 60607
312-432-3409

Donna M. Snopek
Vice President-Finance
and Accounting
Secretary
1137 W. Jackson Blvd.
Chicago, IL 60607
312-432-3214

Debra M. Marthaler Assistant Secretary Assistant Treasurer 1137 W. Jackson Blvd Chicago, IL 60607 312-432-3214