

**FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00**

PROFIT CORPORATION ANNUAL REPORT 1996



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortimer  
Secretary of State  
DIVISION OF CORPORATION

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DOCUMENT # P10724 (3)  
1. Corporation Name  
LMSI ACQUISITION CO.



Principal Place of Business: 448 VIKING DR, STE. 220, VIRGINIA BCH VA 23452  
Mailing Address: P O BOX 3460, ATTN S L SAMUELS, NORFOLK VA 23514-3460 US

3. Date Incorporated or Qualified: 07/09/1986  
3a. Date of Last Report: 02/10/1995  
4. FEI Number: 54-0612539  
5. Certificate of Status Desired: \$8.75 Additional Fee Required  
6. Election Campaign Financing Trust Fund Contribution: \$5.00 May Be Added to Fees  
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes:  Yes  No

2. Principal Place of Business: 21  
2a. Mailing Address: 26 2 SARA LEE C., 3-1st Nall  
Suite, Apt. #, etc.: 22 CHICAGO  
City & State: 27 IL  
Zip: 24 60602-4247 Country: 25 US 29 30

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, 85 Zip Code: FL

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 registering.) DATE: \_\_\_\_\_

12. OFFICERS AND DIRECTORS			13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12		
TITLE	CD	<input checked="" type="checkbox"/> DELETE	1.1 TITLE	President	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	SANDLER, SAM		1.2 NAME	James R. Carlson	
STREET ADDRESS	444 VIKING DR, STE. 220		1.3 STREET ADDRESS	80 International Dr	
CITY-ST-ZIP	VIRGINIA BCH VA		1.4 CITY-ST-ZIP	Greenville, SC 29615	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE	PD	<input checked="" type="checkbox"/> DELETE	2.1 TITLE	VP	
NAME	SANDLER, STEVEN B		2.2 NAME	Donald Meier	
STREET ADDRESS	444 VIKING DR, STE. 220		2.3 STREET ADDRESS	3 First National Plaza,	
CITY-ST-ZIP	VIRGINIA BCH VA		2.4 CITY-ST-ZIP	Chicago, IL	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE	STD	<input checked="" type="checkbox"/> DELETE	3.1 TITLE	AS, Edward Cunneen	
NAME	SANDLER, REBA		3.2 NAME	3 First National Plaza, Chicago	
STREET ADDRESS	444 VIKING DR, STE. 220		3.3 STREET ADDRESS		
CITY-ST-ZIP	VIRGINIA BCH VA		3.4 CITY-ST-ZIP		
TITLE	VSD	<input checked="" type="checkbox"/> DELETE	4.1 TITLE	see attached for remainder of	
NAME	SANDLER, ARTHUR B		4.2 NAME	adds	
STREET ADDRESS	444 VIKING DR, STE. 220		4.3 STREET ADDRESS		
CITY-ST-ZIP	VIRGINIA BCH FL		4.4 CITY-ST-ZIP		
TITLE	AS	<input checked="" type="checkbox"/> DELETE	5.1 TITLE		
NAME	SANDLER, SHERI		5.2 NAME		
STREET ADDRESS	448 VIKING DR STE. 220		5.3 STREET ADDRESS		
CITY-ST-ZIP	VIRGINIA BEACH VA		5.4 CITY-ST-ZIP		
TITLE		<input type="checkbox"/> DELETE	6.1 TITLE		
NAME			6.2 NAME		
STREET ADDRESS			6.3 STREET ADDRESS		
CITY-ST-ZIP			6.4 CITY-ST-ZIP		

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), 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 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: Edward J. Curner 4/23/96 312-726-2600  
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

CR2E034 (12/95)

LMSI Acquisition Co

OFFICERS AND DIRECTORS

NAME	TITLE	SS#	ADDRESS
James R. Carlson[12]	President	321-36-2659	107 Lady Banks Lane, Greer, SC 29650
William McFall Pearce[12]	Executive Vice President		Information available at tax payer's office
David B. Ellis[1]	Treasurer	553-80-3824	711 Lake Avenue, Wilmette, 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
Floyd G. Hoffman[1]	Vice President & Asst. Secretary	319-36-0291	643 Robin Lane, Glencoe, IL 60022
Leon E. Porter, Jr.[2]	Vice President & Asst. Secretary	247-46-8386	3540 Buena Vista Road, Winston-Salem, NC 27106
Steven L. Stolz[12]	Vice President & Asst. Secretary		Information available at taxpayer's office
John J. Witzig[1]	Vice President & Asst. Secretary	336-56-4254	1325 N. State Parkway Apt #7, Chicago, IL 60610
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 Cunneen[1]	Assistant Secretary	342-40-0504	418 N. Stewart Ave., Lombard, IL 60148
Arthur J. DeBaugh[2]	Assistant Secretary	104-56-1591	3609 Wickersham Lane, Winston-Salem, NC 27106
Kelly A. Elliott[12]	Assistant Secretary		Information available at taxpayer's office
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
Roderick Palmore[1]	Director	165-44-7383	507 N Euclid, Oak Park, IL 60302
Janet Langford Kelly[1]	Director	319-58-0982	230 N Catalpa St., Addison, IL 30101

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

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

[12] Business address - PYA/Monarch, Inc., 90 International Drive, Greenville, SC 29615

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