

FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

FILED  
May 01 1998 8:00am  
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # P28378 (8)  
1. Corporation Name  
CHURNY COMPANY, INC.



Principal Place of Business 2211 SANDERS ROAD NORTHBROOK IL 60062	Mailing Address C/O KRAFT FOODS, INC./TAX DEPT. NF 15 THREE LAKES DRIVE NORTHFIELD IL 60093
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip Country 24		2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip Country 29		3. Date Incorporated or Qualified 03/05/1990	
4. FEI Number 36-1461788		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 owes or has paid the current year Intangible Personal Property Tax due June 30. <input checked="" type="checkbox"/> Yes <input 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	
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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		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	P LUBETKIN, ROY S 2215 SANDERS ROAD NORTHBROOK IL 60062 <input type="checkbox"/> DELETE	1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VSD SPEAR, KATHLEEN K THREE LAKES DRIVE NORTHFIELD IL 60093 <input type="checkbox"/> DELETE	2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	CDVT MOWBRER, JOHN F THREE LAKES DRIVE NORTHFIELD IL 60093 <input type="checkbox"/> DELETE	3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	D HOLDEN, BETSY D THREE LAKES DRIVE NORTHFIELD IL 60093 <input type="checkbox"/> DELETE	4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VAS DOHERTY, CHRISTOPHER D 1 KRAFT COURT GLENVIEW IL 60025 <input type="checkbox"/> DELETE	5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	AS HERST, ROBERT L THREE LAKES DRIVE NORTHFIELD IL 60093 <input type="checkbox"/> DELETE	6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition

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.

SIGNATURE:

*Robert L. Herst*

4-16-98

(847) 646-2053

CR2E034 (10/97)

**CHURNY COMPANY, INC.**  
**OFFICERS**

<b><u>NAME</u></b>	<b><u>OFFICE ADDRESS</u></b>
Roy S. Lubetkin President	2215 Sanders Road Northbrook IL 60062
Betsy D. Holden Vice President	One Kraft Court Glenview, IL 60025
Raymond J. Herrmann VP & Asst. Secretary	Three Lakes Drive Northfield, IL 60093
Christopher Doherty VP & Asst. Secretary	Kraft Court Glenview, IL 60025
John F. Mowrer VP, Treas. & Controller	Three Lakes Drive Northfield, IL 60093
Kathleen Kelly Spear VP & Secretary	Three Lakes Drive Northfield, IL 60093
Bonita B. Paynter Assistant Controller	Three Lakes Drive Northfield, IL 60093
Robert L. Herst Asst. Secretary	Three Lakes Drive Northfield, IL 60093
Deborah L. Galvin Asst. Secretary	Three Lakes Drive Northfield, IL 60093
Wilbur F. Pell, III Asst. Secretary	Three Lakes Drive Northfield, IL 60093

**DIRECTORS**

Betsy D. Holden	Three Lakes Drive Northfield, IL 60093
John F. Mowrer	Three Lakes Drive Northfield, IL 60093
Kathleen Kelly Spear	Three Lakes Drive Northfield, IL 60093