

SECRETARY OF STATE'S ANNUAL VERIFICATION REPORT

Due June 30 - (Corporations must file by this date to avoid bad standing status)

CAUTION READ CAREFULLY - Make check payable to Kentucky State Treasurer - Mail both annual report form and check to BOB BABBAGE, SECRETARY OF STATE, P. O. BOX 1150, FRANKFORT, KY 40602-1150 (502-564-2848).

RECORD #: 152233

DUE: June 30, 1992

FILING FEE: 15.00

(1) EXACT CORPORATE NAME AND PRINCIPAL OFFICE ADDRESS:

PET INCORPORATED
2 TAX DEPT.
P. O. BOX 392
ST. LOUIS, MO. 63166-0392

053387

(3) STATE OF INCORPORATION:

DELAWARE

(2) CORRECTED PRINCIPAL OFFICE ADDRESS:

(4) DATE OF INCORPORATION OR
CERTIFICATE OF AUTHORITY:

09-05-26

(5) REGISTERED AGENT AND REGISTERED ADDRESS:

G. T. CORP. SYSTEM
KY. HOME LIFE BLDG., RM. 1102
LOUISVILLE, KY. 40202

A corporation may change its registered office or registered agent by filing a statement of change form per KRS 271B.5-020 (profit) and KRS 273.124 (non-profit). Forms are available by checking the request block below or writing to the Secretary of State's office.

YES, PLEASE

RECEIVED

JUN 26 1992

SECRETARY OF STATE
COMMONWEALTH OF KY

PLEASE TYPE OR PRINT (The annual report will not be accepted for filing if this section is not completed.)

List below names and business address of the corporation's directors and principal officers. If necessary attach a continuation sheet. (If you are the only officer, give your name and address and denote sole officer.)

SCHEDULE ATTACHED

PRESIDENT _____

VICE PRESIDENT _____

SECRETARY _____

TREASURER _____

OTHER _____

I VERIFY THAT THE RECORDS OF THE SECRETARY OF STATE ARE TRUE AND CORRECT AND I AM AUTHORIZED TO SIGN THIS REPORT (ALL CORPORATIONS MUST SIGN ON AUTHORIZED SIGNATURE LINE).

AUTHORIZED SIGNATURE Myron W. Sheets Assistant Controller TITLE Assistant Controller PHONE (314)622-6150

JUN 23 1992

PROFESSIONAL SERVICE CORPORATIONS ONLY - KRS 274.105 Requires the names and addresses of all shareholders in addition to the directors and principal officers.

Pursuant to KRS 274.105, I the undersigned, being President of the KRS Chapter 274 corporation, a professional service corporation, do hereby certify that all of the shareholders of the said corporation, not less than one half of the directors, and all officers other than secretary and treasurer, are duly qualified as provided in Chapter 274. (Please use the lines above or attach continuation sheet.)

PRESIDENT'S SIGNATURE _____

PET INCORPORATED

Schedule of Officers and Directors

ELECTED OFFICERS

Residential

Business

Miles L. Marsh Chairman and Chief
Executive Officer

965 East Deerpath Rd.
Lake Forest, IL 60045

455 N. Cityfront Plaza Dr
NBC Tower, Suite 2590
Chicago, IL 60611

Raymond N. Felitto President, Frozen
and Specialty Group

#3 Oak Park Court
Creve Couer, MO 63141

400 South Fourth Street
St. Louis, MO 63102

Ernst A. Haberli President, International
Group

45 Witt Road
S. Barrington, IL 60010

455 N. Cityfront Plaza Dr
NBC Tower, Suite 2590
Chicago, IL 60611

William H. Korab President, Grocery Group

35 W. Brentmoor Park
Clayton, MO 63105

400 South Fourth Street
St. Louis, MO 63102

John C. Elbin Senior Vice President, Chief
Financial Officer-Treasurer

221 Litcheford Court
St. Louis, MO 63141

400 South Fourth Street
St. Louis, MO 63102

Richard L. Mittelbusher Senior Vice
President,
Administration

1151 Westmoor Place
Town & Country, MO 63131

400 South Fourth Street
St. Louis, MO 63102

B. Gregory Stroh Vice President, Technology

315 Basswood
Lake Forest, IL 60045

400 South Fourth Street
St. Louis, MO 63102

William F. Sutter Vice President, General
Counsel and Secretary

1735 Stone Ridge Trail
St. Louis, MO 63122

400 South Fourth Street
St. Louis, MO 63102

Raymond J. DeRiggi Vice President,
Operations

2011 Kingspoint Drive
Chesterfield, MO 63005

400 South Fourth Street
St. Louis, MO 63102

Theodore G. Keller Vice President, Sales,
Grocery Group

14 Glenview Road
St. Louis, MO 63124

400 South Fourth Street
St. Louis, MO 63102

Anthony C. Knizel Vice President, Controller
and Assistant Treasurer

1220 Takara Court
St. Louis, MO 63131

400 South Fourth Street
St. Louis, MO 63102

APPOINTED OFFICERS

Robert E. Althoff Vice President,
Labor Relations

9821 Lebanon Greens
St. Louis, MO 63127

400 South Fourth Street
St. Louis, MO 63102

APPOINTED OFFICERS (Continued)

	<u>Residential</u>	<u>Business</u>
A. Robertson Black Vice President, General Manager, Italian Foods	300 N Fourth St., Apt 2207 St. Louis, MO 63102	400 South Fourth Street St. Louis, MO 63102
Robert C. Urury Vice President, Management Information Services	9603 Stylecrest St. Louis, MO 63126	400 South Fourth Street St. Louis, MO 63102
John F. Ferguson Vice President, General Manager, Mexican Foods	16225 Bear Branch Court Chesterfield, MO 63005	400 South Fourth Street St. Louis, MO 63102
Lawrence A. Oberkfell Vice President General Manager, Special Channels	1805 York Ridge Court Chesterfield, MO 63017	400 South Fourth Street St. Louis, MO 63102
Gerald W. Hayes Vice President, General Manager, Underwood Brands	1219 DeNoailles Drive Manchester, MO 63011	400 South Fourth Street St. Louis, MO 63102
Robert J. Pizzuti President, Whitman's Chocolates	15 Flagler Drive Greenwich, CT 06830	9701 Roosevelt Blvd. P.O. Box 6070 Philadelphia, PA 19114
David A. Reitz Vice President, Purchasing	4520 Drexel Avenue South Edina, MN 55424	400 South Fourth Street St. Louis, MO 63102
George S. Schott Vice President, Marketing, International Group	2410 Isabella Street Evanston, IL 60201-1406	455 N. Cityfront Plaza Dr NBC Tower, Suite 2590 Chicago, IL 60611
Sylvester Stevenson Vice President, General Manager, Health Foods	8273 Tulane Avenue University City, MO 63132	400 South Fourth Street St. Louis, MO 63102
David A. Tarr Vice President, Distribution	1803 Rutger Street St. Louis, MO 63104	400 South Fourth Street St. Louis, MO 63102
Robert L. Tuckis Vice President, General Manager, Pet Frozen Brands	3196 Valenmoor Drive Palm Harbor, FL 34685	400 South Fourth Street St. Louis, MO 63102
Donald K. Wheeler Vice President, General Manager, Bakery Division	551 Corley Drive Chesterfield, MO 63017	400 South Fourth Street St. Louis, MO 63102
Michael A. Salamone Assistant Treasurer	2158 Trailcrest Drive St. Louis, MO 63122	400 South Fourth Street St. Louis, MO 63102
Myron W. Sheets Assistant Controller	84 No. 7 Green Drive St. Charles, MO 63303	400 South Fourth Street St. Louis, MO 63102
Ronald E. Toczylowski Assistant Secretary	3520 Espace Court St. Louis, MO 63134	400 South Fourth Street St. Louis, MO 63102

Appointed Officers (Continued)

Residential

Business

Patrick G. Wesley Assistant Treasurer
██████████

4704 Benning
Granite City, IL 62040

400 South Fourth Street
St. Louis, MO 63102

DIRECTORS

Richard L. Battram Vice Chairman The May
Department Stores Co.
██████████

723 Haverford Road
St. Louis, MO 63124

611 Olive Street
St. Louis, MO 63101

Nolly Shi Boren
██████████

2369 S. Queen St.
Arlington, VA 22202

211 East Oak
Seminole, OK 74868

Richard G. Cline Chairman, President and
Chief Executive Officer
NICOR Inc.
██████████

677 Lake Road
Glen Ellyn, IL 60137

1700 West Ferry Road
Naperville, IL 60566

Gary P. Coughlan Senior Vice President and
Chief Financial Officer
Abbott Laboratories
██████████

1135 Central Road
Glenview, IL 60025

One Abbott Park Road
Abbott Park, IL 60064

Pierre S. du Pont IV Richards, Layton &
Finger
██████████

Patterns
Rockland, DE 19732

One Rodney Square
Wilmington, DE 19801

Archie R. Dykes Chairman Capital City
Holdings, Inc.
██████████

506 Belgrave Park
Nashville, TN 37215

907 Two Mile Pkwy-Ste. D-
Goodlettsville, TN 37072

Helen Galland President Helen Galland
Associates
██████████

40 West 86th St.
New York, NY 10024

777 Third Avenue
New York, NY 10017

Donald P. Jacobs Dean J.L. Kellogg
Graduate School of
Management
Northwestern University
██████████

617 Milburn
Evanston, IL 60201

2001 Sheridan Road
Evanston, IL 60208

William H. Korab President, Grocery
Group Pet Inc.
██████████

35 W. Brentmoor Park
Clayton, MO 63105

400 South Fourth Street
St. Louis, MO 63102

Miles L. Marsh Chairman and Chief
Executive Officer Pet
Incorporated
██████████

965 E. Deerpath Rd.
Lake Forest, IL 60045

455 N. Cityfront Plaza Dr
NBC Tower, Suite 2590
Chicago, IL 60611

APPOINTED OFFICERS (Continued)

Lawrence A. Oberkfell	Vice President, General Manager, Special Channels	St. Louis, Missouri
Robert J. Pizzuti	President, Whitman's Chocolates	Philadelphia, PA
David A. Reitz	Vice President, Purchasing	St. Louis, Missouri
George S. Schott	Vice President, Marketing, International Group	Chicago, Illinois
Sylvester Stevenson	Vice President, General Manager, Health Foods	St. Louis, Missouri
David A. Tarr	Vice President, Distribution	St. Louis, Missouri
Robert L. Tuckis	Vice President, General Manager, Pet Frozen Brands	St. Louis, Missouri
Donald K. Wheeler	Vice President, General Manager, Bakery Division	St. Louis, Missouri
Michael A. Salamone	Assistant Treasurer	St. Louis, Missouri
Myron W. Sheets	Assistant Controller	St. Louis, Missouri
Ronald E. Toczyowski	Assistant Secretary	St. Louis, Missouri
Patrick G. Wesley	Assistant Treasurer	St. Louis, Missouri

DIRECTORS

Richard L. Battram	St. Louis, Missouri
Molly Shi Boren	Seminole, Oklahoma
Richard G. Cline	Naperville, Illinois
Gary P. Coughlan	Abbott Park, Illinois
Pierre S. du Pont IV	Wilmington, Delaware
Archie R. Dykes	Goodlettsville, Tennessee
Helen Galland	New York, New York
Donald P. Jacobs	Evanston, Illinois
William H. Korab	St. Louis, Missouri
Miles L. Marsh	Chicago, Illinois

PET INCORPORATED

Schedule of Officers and Directors

ELECTED OFFICERS

Miles L. Marsh	Chairman and Chief Executive Officer	Chicago, Illinois
Raymond H. Felitto	President, Frozen and Specialty Group	St. Louis, Missouri
Ernst A. Häberli	President, International Group	Chicago, Illinois
William H. Korab	President, Grocery Group	St. Louis, Missouri
John C. Elbin	Senior Vice President, Chief Financial Officer and Treasurer	St. Louis, Missouri
Richard L. Mittelbush	Senior Vice President, Administration	St. Louis, Missouri
B. Gregory Stroh	Vice President, Technology	St. Louis, Missouri
William F. Sutter	Vice President, General Counsel and Secretary	St. Louis, Missouri
Raymond J. DeRiggi	Vice President, Operations	St. Louis, Missouri
Theodore G. Keller	Vice President, Sales, Grocery Group	St. Louis, Missouri
Anthony C. Knizel	Vice President, Controller and Assistant Treasurer	St. Louis, Missouri

APPOINTED OFFICERS

Robert E. Althoff	Vice President, Operations Human Resources-Labor Relations	St. Louis, Missouri
A. Robertson Black	Vice President, General Manager, Italian Foods	St. Louis, Missouri
Robert C. Drury	Vice President, Management Information Services	St. Louis, Missouri
Thomas O. Ellinwood	Vice President, General Manager, Van de Kamp's	St. Louis, Missouri
John F. Ferguson	Vice President, General Manager, Mexican Foods	St. Louis, Missouri
Gerald W. Hayes	Vice President, National Sales, Frozen Foods	St. Louis, Missouri