

Herman Goelitz[®] INC.

2400 NORTH WATNEY WAY • FAIRFIELD, CALIFORNIA 94533-6722 • (707) 428-2800 • TELEX 17 6318

August 8, 1994

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Top Hat Plan Exemption
Pension & Welfare Benefits Administration
Room N-5644
U.S. Department of Labor
200 Constitution Avenue
Washington, DC 21210

Dear Sir or Madam:

In compliance with Department of Labor Regulation 2520.104-23, we are filing the following disclosure statement regarding the unfunded compensation plan maintained by Herman Goelitz Candy Company, Inc., a corporation organized under the laws of the State of California ("the Corporation"), for the benefit of certain key employees:

Employer Name: Herman Goelitz Candy Company, Inc.

Employer Address: 2400 North Watney Way
Fairfield, CA 94533

Employer Identification Number: 94-2310808

Under penalties of perjury, I declare that the Corporation named herein maintains one unfunded plan for the benefit of a select group of employees totalling one. The primary purpose of this plan is to provide deferred compensation for the select group of employees.

A copy of this plan is available upon request.

Herman Goelitz Candy Company, Inc.
(Name of Employer)

X 
(Signature of Authorized Officer)

Herman G. Rowland
(Name of Authorized Officer)

