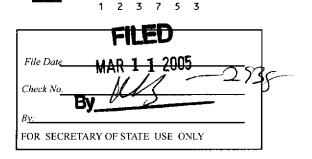


Matthew A. Brown, Secretary of State Corporations Division 100 North Main Street, Providence, RI 02903-1335 401.222.3040

| FORM MUST BE TYPED IN | | | | | | |
|---|----------------------------------|---|--|---------------------------------|-------------|--|
| I. Corporate ID No. 123753 | 2. Name of Corpo Millbrook Di | <i>ration</i> stribution Services Inc. | | | | |
| 3. Street Address Principal Bu | siness Office | | City | State | Zip | |
| Route 56 Huntoon | Memorial Hig | ghway | Leicester | MA | 01524 | |
| 4. Business Phone No. | | State of IncorporationDelaware | n | | 6. SIC Code | |
| 7. Brief Description of the Cha Distribution of no | | | y foods and associated : | retail support s | services | |
| 8. NAMES AND ADDRE President Name | SSES OF THE OF | FICERS ("X" BOX FOR AT | TACHMENT) TILL IN SPACES Vice President Name | BEFORE USING ATTA | ACHMENTS | |
| Robert A. Sigel | | | Robert Lieberman Street Address | | | |
| Rt. 56 Huntoon Memorial Highway | | | | Rt. 56 Huntoon Memorial Highway | | |
| City | State | Zip | City | State | Zip | |
| Leicester | MA | 01524 | Leicester | MA | 01524 | |
| ecretary Name | | | Treasurer Name | | | |
| James A. Cohen | | | Steven M. Grossman | | | |
| Street Address | | | Street Address | | | |
| 444 Madison Avenu | ıe, Suite 601 | | 444 Madison Avenue | , Suite 601 | | |
| City | State | Zip | City | State | Zip | |
| New York | NY | 10022 | New York | NY | 10022 | |
| 9. NAMES AND ADDRE Director Name | SSES OF THE DIR | ECTORS ("X" BOX FOR A | ATTACHMENT) | ES BEFORE USING AT | TACHMENTS | |
| Robert A. Sigel | | | Richard A. Bernstein | | | |
| Street Address | | | Street Address | | | |
| Rt. 56 Huntoon Me | emorial Highw | ay | 444 Madison Avenue | , Suite 601 | | |
| City | State | Zip | City | State | Zip | |
| Leicster | MA | 01524 | New York | NY | 10022 | |
| Director Name James A. Cohen | | | <i>Director Name</i> Steven M. Grossman | | | |
| Street Address | | | Street Address | | | |
| 444 Madison Avenı | - | | 444 Madison Avenue | , Suite 601 | _ | |
| City | State | Zip | City | State | Zip | |
| New York | NY | 10022 | New York | NY | 10022 | |
| 10. SHARES AUTHORIZ | ZED ("X" BOX FOR | ATTACHMENT) 🗌 | 11. SHARES ISSUED ("X" BOX | K FOR ATTACHMENT) | | |
| AUTHORIZED SHARES Vumber of Shares | Class/Series | Par Value | ISSUED SHARES Number of Shares | Class/Series | Par Value | |
| 1,000 | Common | \$1.00 | 1,000 | | \$1.00 | |

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Halle 3-8-

Signature of Officer

Hal B. Weiss
Print or Type Name of Officer

Vice President

Title of Officer Form 630 12/01

Attachment to the Annual Report 2005

MILLBROOK DISTRIBUTION SERVICES INC.

Officers:

Richard A. Bernstein – Chairman of the Board 444 Madison Avenue, Suite 601 New York, NY 10022

Robert A. Sigel - President and Chief Executive Officer
Rt. 56 Huntoon Memorial Highway Leicester, MA 01524

Steven M. Grossman - Executive Vice President - Finance and Administration 444 Madison Avenue, Suite 601 New York, NY 10022

William Paul - Executive Vice President – Marketing Rt. 56 Huntoon Memorial Highway Leicester, MA 01524

Robert Lieberman- Senior Vice President and Chief Financial Officer Rt. 56 Huntoon Memorial Highway Leicester, MA 01524

James A. Cohen, Esq. - Senior Vice President – Legal Affairs and Secretary 444 Madison Avenue, Suite 601 New York, NY 10022

Ira A. Gomberg - Senior Vice President and Assistant Secretary 444 Madison Avenue, Suite 601 New York, NY 10022

Frank Patrick - Senior Vice President - Sales & Merchandising Rt. 56 Huntoon Memorial Highway Leicester, MA 01524

Leo Murphy - Senior Vice President – Logistics
Rt. 56 Huntoon Memorial Highway Leicester, MA 01524

Peter D. Schmidt - Vice President – Human Resources Rt. 56 Huntoon Memorial Highway Leicester, MA 01524

Hal B. Weiss - Vice President and Assistant Treasurer 444 Madison Avenue, Suite 601 New York, NY 10022