

LEE SARA CORP  
Form S-8 POS  
December 06, 2002

Registration No. 333-91345

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

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POST-EFFECTIVE AMENDMENT NO. 1  
TO  
FORM S-8  
REGISTRATION STATEMENT  
Under  
THE SECURITIES ACT OF 1933

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**Sara Lee Corporation**  
(Exact name of registrant as specified in its charter)

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Maryland

36-2089049

(State of incorporation)

(I.R.S. Employee Identification No.)

Three First National Plaza, Suite 4400  
Chicago, Illinois 60602-4260  
(312) 726-2600  
(Address, including zip code, and telephone number of registrant's executive office)

1999 NON-EMPLOYEE DIRECTOR STOCK PLAN  
AND  
CHOCK FULL O' NUTS INCENTIVE COMPENSATION PLAN  
(Full Title of Plans)

Roderick A. Palmore  
Senior Vice President, General Counsel & Secretary  
Sara Lee Corporation  
Three First National Plaza, Suite 4600  
Chicago, Illinois 60602-4260  
(312) 558-8536  
(Name, Address and Telephone Number, including Area Code, of Agent for Service)



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Frank L. Meysman*	Executive Vice President and Director
Frank L. Meysman	
/s/ L.M. (Theo) de Kool	Executive Vice President and Chief Financial Officer (Principal Financial Officer)
L.M. (Theo) de Kool	
/s/ Wayne R. Szypulski	Senior Vice President and Controller (Principal Accounting Officer)
Wayne R. Szypulski	
_____	Director
J.T. Battenberg III	
/s/ Charles W. Coker*	Director
Charles W. Coker	
/s/ James S. Crown*	Director
James S. Crown	
/s/ Willie D. Davis*	Director
Willie D. Davis	
/s/ Vernon E. Jordan, Jr.*	Director
Vernon E. Jordan, Jr.	
/s/ James L. Ketelsen*	Director
James L. Ketelsen	
_____	Director
Cornelis J.A. Van Lede	
_____	Director
Hans B. van Lient	

/s/ Joan D. Manley\* Director

Joan D. Manley

/s/ Rozanne L. Ridgway\* Director

Rozanne L. Ridgway

/s/ Richard L. Thomas\* Director

Richard L. Thomas

\* By Roderick A. Palmore as Attorney-in-Fact pursuant to Powers of Attorney executed by the directors listed above, which Powers of Attorney were previously filed as part of this Registration Statement.

By: /s/ Roderick A.  
Palmore

**Roderick A. Palmore**  
**As Attorney-in-Fact**

**EXHIBIT INDEX**

<b>Exhibit Number</b>	<b>Description</b>
24	Powers of Attorney (previously filed as part of this Registration Statement)
99.1	1999 Non-Employee Director Stock Plan (incorporated by reference to Exhibit A of the Company's Proxy Statement dated September 25, 2002)