

TNW File No. 23259

U.S. Trademark Application Serial No. 78/164,521

SONAFI, S.A.

Opposer,

V.

RANDY JUDD,

Applicant.

) Opposition No. 91/159,665



03-07-2006

U.S. Patent & TMO/c/TM Mail Rcpt Dt. #11

Applicant Randy Judd, in accordance with §502.02(b) of the Trademark Trial and Appeal Board Manual of Procedure and 37 CFR § 2.127(a), hereby submits this brief in response to OPPOSER’S MOTION TO COMPEL DISCOVERY (hereinafter referred to as “Opposer’s Motion to Compel”).

Certificate of First Class Mailing
I hereby certify that this paper and/or fee is being deposited with the United States Postal Service as first Class Mail service on March 1, 2006 and is addressed to Box TTAB, Commissioner for Trademarks, P.O. Box 1451, Alexandria VA 22313-1451

By:

Jason R. Jones

I. Failure to Comply with 37 C.F.R. § 2.120(e)(1)

Applicant respectfully submits that Opposer, in its Motion to Compel, failed to comply with the requirements of 37 C.F.R. §2.120(e)(1), which states in part:

“[...] The motion must be supported by a written statement from the moving party that such party or the attorney therefore has made a good faith effort, by conference or correspondence, to resolve with the other party or the attorney therefore the issues presented in the motion and has been unable to reach agreement. [...]”

There is no statement in Opposer’s Motion to Compel that the parties “have been unable to reach agreement” to resolve the issue of production of documents.

To the extent it is relevant, the parties have, to Applicant’s counsel’s knowledge, been cooperating fully in the proceedings to date. As Applicant’s counsel made clear to counsel for Opposer, Applicant owns and runs a relatively small family business that demands much of his time. Applicant has been making efforts to gather the documents requested by the Opposer through holiday seasons which are very busy times for chocolatiers. In the event Applicant’s efforts have taken longer than Opposer’s counsel has liked, Applicant’s counsel has willingly agreed to extend any deadlines requested by Opposer’s counsel.

As Opposer has failed to comply with the requirements of 37 C.F.R. § 2.120(e)(1), Applicant respectfully requests that the Opposer’s Motion to Compel be denied.

I. Opposer’s Motion to Compel is Moot

Attached hereto as Exhibit A are the documents forwarded on this date to Opposer’s counsel, along with the cover letter associated therewith.

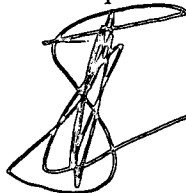
As Applicant has provided to Opposer’s counsel (in a manner that should be very much agreeable to Opposer) the documents requested by Opposer, Opposer’s Motion to Compel has been rendered moot.

Conclusion:

Applicant respectfully requests that the Board deny Opposer's Motion to Compel Discovery as failing to satisfy the requirements of 37 C.F.R. § 2.120(e)(1) and as being moot.

DATED this 1st day of March, 2006.

Respectfully submitted,

A handwritten signature in dark ink, appearing to be "JR Jones", with a long horizontal flourish extending to the right.

Jason R. Jones
Attorney for Applicant
THORPE NORTH AND WESTERN, LLP
P.O. Box 1219
Sandy, UT 84091-1219
Telephone (801) 566-6633
Fax (801) 566-0750

CERTIFICATE OF SERVICE

The undersigned hereby certifies that a true and correct copy of the foregoing
APPLICANT'S BRIEF IN REPLY TO OPPOSER'S MOTION TO COMPEL DISCOVERY
was served on Opposer's counsel by depositing said true and correct copy with the United States
Postal Service, First Class Mail, postage prepaid, this 1st day of March, 2006, in an envelope
addressed to Opposer's attorney of record as follows:

Gregory S. Vickers
Fay, Sharpe, Fagan, Minnich & McKee, LLP
1100 Superior Avenue, Seventh Floor
Cleveland, Ohio 44114-2518

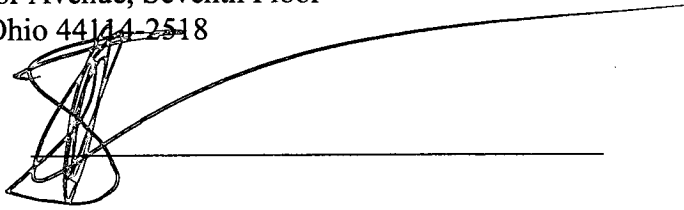
A handwritten signature in dark ink, appearing to be "G. S. Vickers", is written over a horizontal line. The signature is stylized and somewhat cursive.

Exhibit A



Jason R. Jones
Registered Patent Attorney
jones@tnw.com

March 1, 2006

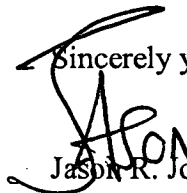
Gregory S. Vickers
Fay, Sharpe, Fagan, Minnich & McKee, LLP
1100 Superior Avenue, Seventh Floor
Cleveland, Ohio 44114-2518

Re: Sonafi v. Randy Judd, XOCOLATE TM Opposition
Docket No. 23259

Dear Greg:

Pursuant to our earlier discussions, attached please find the documents referenced in Applicant's Responses to Opposer's First Requests for Submission of Documents and Things.

Please do not hesitate to contact me should you have any questions or concerns regarding the above-referenced documents.

Sincerely yours,

Jason R. Jones

JRJ:dl

Enclosures

H:\FILES\23000\23259\23259 cv1 ltr Robert Vickers 10-22-04.doc

www.tnw.com

8180 South 700 East • Suite 200 • Sandy, Utah 84070-0562 • 801.566.6633 • f. 801.566.0750 • patlaw@tnw.com | U.S. Mailing Address: P.O. Box 1219 • Sandy, Utah 84091-1219

The Team Approach to Premier Performance®

sundance

CATALOG COMPANY

VENDOR GUIDELINES

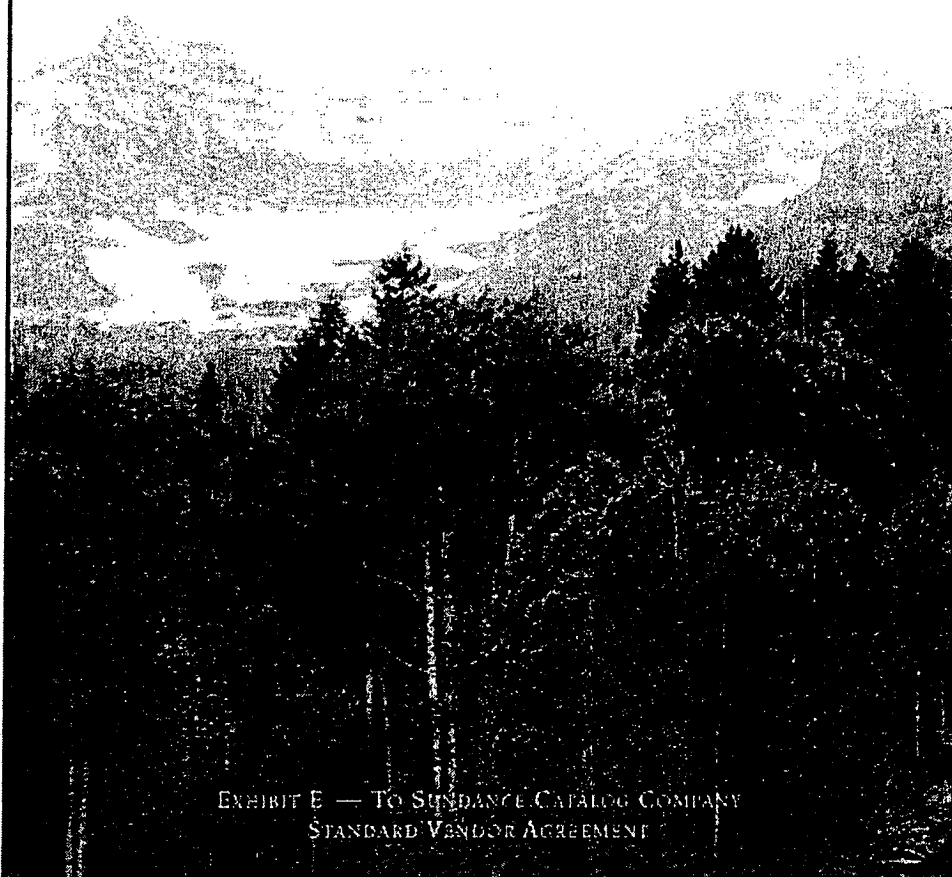


EXHIBIT E — TO SUNDANCE CATALOG COMPANY
STANDARD VENDOR AGREEMENT

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Table of Contents**Page**

Sundance Catalog Address & Contact List	3
Introduction to Our Vendor Guide	4
Sundance Catalog Mission Statement	5
Sundance Catalog's Commitment to Environmental and Social Efforts	6
Minimum Standards for Vendors	7
Purchase Order Guidelines	9
Packaging and Labeling Guidelines	11
Shipping Guidelines and Routing Instructions for Inbound Shipments	15
Invoice Requirements	17
Sample Requirements	19
Direct to Customer Drop Ship Guidelines	21
Product Requirements: Fashion, Bags and Footwear	22
Product Requirements: Furniture	23
Product Requirements: Home Décor, Glassware and Ceramics	24
Product Requirements: Jewelry	25
Quality Assurance Program	27
Return Contact Sheet and Acknowledgement Form	31

Sundance Catalog Address & Contact List

Sundance Catalog Company
3865 West 2400 South
Salt Lake City, UT 84120-7212

Website: www.sundancecatalog.com

Department	Phone Line	Extension	Direct Fax Line
Main Office Phone	801.973.2711		
Main Office Fax	801.973.4989		
Finance / Accounting	801.975.5257		
Invoicing / Payment		257	801.978.3257
Merchandising	801.973.2711		
Merchant -Apparel		636	801.978.3636
Merchant – Jewelry		276	801.978.3276
Merchant – Home Décor		207	801.978.3207
Sample Room Manager		278	801.978.3278
Merchandising Analyst/Vendor Guidelines		625	801.978.3288
Traffic / Transportation	801.887.9609		
Transportation Coordinator		609	801.978.3273
Packaging Specialist		625	801.973.3625
Inventory Management / QC	801.975.5200		
Inventory Planner-Apparel		220	801.978.3220
Inventory Planner – Jewelry		254	801.978.3254
Inventory Planner – Drop Ship/Furniture		600	801.978.3281
Inventory Planner – Home Décor		610	801.978.3285
Liquidation Manager		206	801.978.3255
(Outlet Stores)			

000002

Introduction to Our Vendor Guide

Welcome to the community of Sundance Vendors. The Sundance Catalog has been around since 1989 and we are proud that, today, we are still working with a number of the original vendors that we started with. In fact, the Sundance Catalog started as a company committed to partnering with manufacturers of highly unique and special products. Our way of doing business has not changed and our relationships with our vendors are not only vital to our success but a part of our heritage and foundation for the future. This manual is a way of furthering this tradition and memorializing the basic things we need to do business.

Our success depends on your complete understanding and execution of our vendor and product standards. Our aim is to provide you with clear routing and packaging instructions to ensure a cost-effective and smooth flow of merchandise through our distribution center to our customers. Your adherence to these guidelines will contribute to our long-term profitable success and continuing relationship.

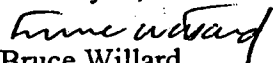
At Sundance we abide by a set of internal guidelines articulated by our founder, Robert Redford, known as "Redford's Reminders". In the category titled *Working Together*, he writes:

Working Together: Communication, synergy and teamwork. We are diverse in our expressions and united in our commitment to Sundance values-creatively led, community response, environmentally aware and proactive, economically successful. We look for ways to help each other. When you are communicating, always give the 'why', then ask for it. Having to articulate the reasons for decisions generates better decisions and makes for better implementation.

Your role in our working relationship is to understand and execute our vendor guidelines before you accept orders. The Merchant must approve any variation to these standards *in advance* of the shipment. Violations to our requirements will result in direct charge backs to you to offset additional costs to correctly package, label or dispose of unsatisfactory products. We require that you read, understand and acknowledge our requirements by returning the enclosed Contact Sheet to the Merchant.

We value your commitment in providing the Sundance customers with excellent product and service. We look forward to strengthening our partnership through clear understanding of our requirements. Please contact us if you have any questions about the content of this manual.

Thank you,


Bruce Willard
President, Sundance Catalog

000003

Sundance Catalog Mission Statement

- Strive to represent Robert Redford's values and his love for arts, artists and the environment.
- Achieve profitable growth by representing a balance of art and commerce through the celebration of individuals and artistry.
- Offer a positive and rewarding team environment that fosters opportunities for growth and development while contributing to the professional success of each employee.
- Bring the Sundance lifestyle and philosophy into the homes of our customers by supporting the artists, providing a unique quality product and developing a loyalty to our customers to whom we commit to long-term relationships.

000004

Sundance Catalog's Commitment to Environmental and Social Efforts

Our Heritage

The Sundance Catalog Company was established in 1989 at the Sundance Village in Utah as a means of promoting the works of independent artists and craftspeople while filling mail and phone requests for items seen at the Village. From a small four-person operation, we have grown to become one of America's preeminent lifestyle catalog companies, with over a quarter of a million customers each year who respond to the artists' stories and the quality craftsmanship and environmental respect associated with the Sundance brand.

Now headquartered in Salt Lake City, Utah, the Sundance Catalog Company continues to carry much of the respect for the environment reflected by the idyllic atmosphere of our canyon birthplace. This respect is perhaps best exhibited in the earth-honoring qualities of many of the products the Catalog features. The Catalog also fosters reverence for the hands that shape its unique offerings as it celebrates artists.

The Environmental Role of Vendors

The Catalog has formed partnerships with many vendors who take great care to preserve treasures in nature as they create their own treasures for sale to customers. In addition to encouraging a heritage of artistry, many of our suppliers also support social efforts that benefit communities.

When you, as a vendor, submit information sheets with individual samples, including information about your company's environmentally and socially positive actions will help us to give preference to responsibly produced merchandise. If your product is selected for the Catalog, this information will also result in better copy writing, photography and customer service support for your product. These in turn will lead to increased sales.

Sharing Knowledge and Resources For Everyone's Benefit

We strive to share information and resources with suppliers to maximize economic profitability for all while benefiting communities and the environment. Please contact us with any ideas you may have about how we can better partner toward these goals.

000005

Minimum Standards for Vendors

Sundance strives to conduct business with Vendors in a manner that reflects its basic principles and values. Our expectation is that every vendor will monitor their sourcing processes, within or outside the United States, to ensure that these standards are being met or exceeded.

All Vendors are held responsible to ensure conformance to these standards. Sundance reserves the right to make periodic, unannounced inspections of Vendor's facilities to assure compliance.

Legal Compliance:

Vendors and their goods and services shall comply with all requirements of U.S. Federal, State and local laws, as well as the standards of their industry and the laws of foreign countries where Vendors may do business. All merchandise must be accurately marked or labeled with its country of origin in compliance with U.S. law and the laws of the country of manufacture.

Employment:

Sundance expects Vendors and their subcontractors to meet the following terms and conditions of employment:

- **Compensation** – Vendors shall fairly compensate employees by providing wages and benefits which comply with local standards and meet the legal requirements in the countries in which it is doing business.
- **Hours of Labor** – Vendors shall maintain reasonable work hours which comply with local standards and meet the legal requirements in the countries in which it is doing business. Employees should be permitted reasonable days off and leave privileges.
- **Forced Labor/Prison Labor/Child Labor** – Vendors shall maintain employment on a voluntary basis and shall not use forced labor, prison labor, or child labor or physical or mental disciplinary tactics. Vendor shall not procure from contractors, subcontractors, or other relationships any parts, components, packaging or materials which are produced, mined, manufactured, assembled or packaged by forced labor, prison labor or child labor. "Child" in this definition includes any individual less than 15 years of age or younger than school compulsory age if this is older than 15 years of age. Sundance supports legitimate workplace apprenticeship education programs for younger persons.
- **Discrimination/Human rights** – Vendor's terms and conditions for employment shall be based on the individual's qualifications and abilities. Hiring practices should not discriminate on the basis of race, gender, religion, heritage, political opinion, sexual orientation or disability.
- **Workplace environment** – Vendor should provide a safe, clean, healthy and productive work environment, as well as a safe and healthy living space if one is provided. Workplace safety practices must comply with local regulations.

Environmental Standards:

Vendors shall operate their business in a way that meets or exceeds the environmental standards in place in the region or country. Use of recycled materials, nontoxic materials

000006

and the reduction of excess packaging is strongly encouraged. Materials from endangered species can not be used in the manufacture of products.

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Purchase Order Guidelines

Sundance Customers, who are ultimately your customers, have very high service and quality expectations. One of the keys to providing excellent customer service is having what the customer wants, when the customer wants it. The timely and accurate execution of a Purchase Order is essential in achieving our goal of outstanding customer service.

To achieve this goal:

Sundance has the responsibility to:

- Communicate plans and forecasts with the vendor.
- Order product in a timely manner.
- Maintain the correct vendor and product information, such as pricing, terms, lead time, etc.

Vendors have the responsibility to:

- Verify that all information contained in the Purchase Order is correct.
- Resolve all discrepancies with your Inventory Planner or Merchant.
- Ship accurately and completely in a timely manner.

Call your Inventory Planner immediately if the following occurs:

- Purchase Order cannot be shipped complete and within the dates specified.
- Purchase Order contains discrepancies of any type, such as price, minimums, case pack, etc.
- Vendor does not have sufficient quantities to fill Purchase Order.

Purchase Orders contain the following information:

1. Ship To Location
2. Purchase Order Number
3. Order Date
4. Expected Arrival Date
5. Ship Via (freight carrier)
6. Terms
7. Item Number
8. Color/Size
9. Qty (Quantity Ordered)
10. Description
11. U/M (units of measure/vendor pack size)
12. Vendor Item Number
13. Price Per Unit
14. Extended PO Cost
15. Offer Number
16. Comments / Instructions to vendor

000008

Vendor
12285

Sundance Catalog Purchase Order

PO# 197165 Rev 3
Page 1 of 1

To:
SUNDANCE ORGANIC FARMS
3303 W 2400 S

Ship To:
SUNDANCE CATALOG
3865 WEST 2400 SOUTH

CHARLESTON UT 84032
USA UNITED STATES OF AMERICA
LIZ SPRACKLAND
435-654-4026 Ext 210

SALT LAKE CITY UT 84120
USA UNITED STATES OF AMERICA
HILARY LAMBERT

<u>Order Date</u>	<u>Terms</u>	<u>Reference #</u>	<u>Arrival date</u>	<u>Ofr</u>
12/13/01	NET 30/ROG		1/15/02	M1L

<u>Ship Via</u>	<u>Shipping Instructions</u>	<u>Tax Exempt #</u>
1 SEE ROUTING GUIDE		

Please deliver as soon as possilbe this purchase order is
to cover items over sold.

<u>Qty</u>	<u>U/M</u>	<u>Cancel</u>	<u>Vendor Item/Desc</u>	<u>Item</u>	<u>Color/Size</u>	<u>Cost/Ext</u>
38	EA	1/17/02	WF1410	32099		22.0000
			ORGANIC FRUIT CRATE			836.0000

Total Units: 38
Total \$: 836.0000

Signature

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Packaging and Labeling Guidelines

All merchandise shipped to the Sundance Distribution Center or retail outlets must adhere to the following general packaging, marking and labeling guidelines. Guidelines for specific product categories are described later in this document. Please contact the Merchant if you have any questions about these requirements. The Merchant must approve any variation to these standards in advance of the shipment. Violations to our requirements will result in direct charge backs to offset additional costs to package, label or dispose of unsatisfactory products.

Packing List

- A packing list must be included with each shipment of a purchase order. The following information must always be on a packing list:
 1. Purchase order number
 2. Item description
 3. Manufacturer's style number (if applicable)
 4. Total number of selling units
 5. Total case count
 6. Item number (specific to Sundance.)
 7. Color and size
- Attach a packing list to outside of lead carton in the shipment in a pressure-sensitive plastic pouch. Seal this lead carton with red tape so it can be easily identified.
- Apparel must be shipped with only one color/size (sku) per carton.
- For non-apparel items, the quantity per inner carton and per master carton must be standardized. If total purchase order quantity results in the last carton containing an odd quantity, the carton number and quantity must be noted on the packing list and the carton.
- Consult with the Inventory Planner to modify the order quantity to determine case quantities before the goods are shipped.

Item Labeling Requirements

- Each item must be labeled with a Sundance Catalog approved barcode sticker affixed to the front of the item package. These barcode sticker labels will have size and color information specific to each product.
- Sundance will send barcode labels with the purchase order. Contact the appropriate Inventory Planner if you do not receive item barcode labels.

000010

Inner Carton Packing and Marking Requirements

- The inner carton specifications must ensure the safe arrival of merchandise and meet the following criteria:
 - Use durable packaging from at least a 200 lb. test corrugated fiberboard carton.
 - Design package to avoid internal friction on all items.
 - Ensure that there is no unoccupied air space.
 - Ensure that there is no movement of merchandise within the carton.
 - Indicate if carton contains shortage of merchandise.
- New packaging samples must be approved by the Sundance Packaging Specialist in advance of shipment.
- Do not mix sizes or colors of merchandise within an inner or master carton.
- Each carton must adhere to the standard marking requirements. Vendor numbers alone are inadequate. Adhere to the following guidelines:
 - Each item must be marked with the approved country of origin label.
 - All selling units must be marked with Sundance Item Numbers.
- The following is the approved label format for each inner carton:
 - Minimum character height of 1/8"
 - Identify every package with the following information in the order illustrated below.

ITEM #
QUANTITY
SIZE
COLOR

- Positioning guide for label is as follows:
 - Polybags - put the label on the front of the bag in the lower right-hand corner
 - Cartons and boxes- Place the label in the lower right-hand corner of the box.

000011

Master Carton Packing and Marking Requirements

- Ship to: Sundance Catalog Company
3865 W 2400 S
Salt Lake City, UT 84120
- Each master carton must be a minimum of *200 lb. test* bursting strength or equivalent corrugated fiberboard carton, securely sealed and labeled. The requirements for heavy or bulky items such as furniture are *275 lb test* bursting strength corrugated.
- The master carton must have 1 cm cushion material between the inner case and the master case.
- Please adhere to the following general instructions for master cartons. Material and labor costs associated with correcting packaging and marking violations will be charged to the suppliers.
 - Ensure consistent quantities of the same style in master cartons
 - Do not mix sizes or colors of items in a master carton.
- Master cartons must be clearly marked with the following information:
 - Item number
 - P.O. Number
 - Vendor style number (if applicable)
 - Color / size
 - Quantity
- Arrange the information in the following order on the master carton label:

ITEM #
P.O. #
STYLE #
COLOR / SIZE
QUANTITY

- The following guidelines must be adhered to for the labeling format
 - Minimum label size: 3" x 3" (8cm x 8cm)
 - Minimum character size: 1/2" (2cm)
 - Apply label to upper right hand corner of carton

000012

Master Carton Packing and Marking Requirements, continued

- The following guidelines are to be adhered to for the size and weight of master cartons:

	<u>Length</u>	<u>Width</u>	<u>Height</u>	<u>Weight/Linear Foot</u>
Minimum	10" (25cm)	6" (15cm)	2" (5cm)	2 lbs. (0.9 kg)
Maximum	29" (74cm)	19" (48cm)	29" (74cm)	30lbs. (13.6 kg)

Your carton meets these requirements if both "X" and "Y" (below) are between the minimum and maximum:

$$X = \frac{\text{Weight of Carton}}{\text{Smallest Carton Dimension in Feet}}$$

$$Y = \frac{\text{Weight of Carton}}{\text{Largest Carton Dimension in Feet}}$$

Example: Carton size = 12 inches x 10 inches x 8 inches; Total weight = 20 lbs.

Step 1: Convert the carton size to feet. Divide the number of inches by 12. (12 inches = 1 linear foot)

Calculation for carton size = $12/12 \times 10/12 \times 8/12$ or $1.0 \times 0.83 \times 0.67$

Step 2: Divide the weight by the smallest (for "X") and largest (for "Y") carton dimension.

$X = 20 \text{ lbs.} / .67 = 29.85 \text{ lbs.}$

$Y = 20 \text{ lbs.} / 1.0 = 20 \text{ lbs.}$

Step 3: Compare to the Weight/Linear Foot Guidelines. Both "X" and "Y" are within the guidelines.

Palletized Merchandise Packaging and Marking Requirements

- Shipping Unit Limitations:

- Pallet load must not exceed 54" height (135cm)
- Maximum dimensions: 48" x 40" x 54" height (120cm x 110cm x 135cm)
- Maximum gross weight of pallet and load: 1500 lbs.

- Pallet load must be labeled with the following:

- P. O. number
- ITEM number(s)
- Total quantity of units per ITEM number (translated to our selling unit, if necessary)

- Miscellaneous instructions:

- Face labels out on master cartons stacked on pallet for ease in identification.
- Master cartons must not extend over the edge of the pallet.
- Strap each shipment to the pallet with stretch wrap whenever possible to prevent shifting during transit.
- Do not floor stack merchandise.
- Contact the Transportation Department for approval for variations of the above requirements.

000013

Shipping Guidelines and Routing Instructions for Inbound Shipments

General Requirements:

- Unauthorized substitution of goods, damaged goods, or defective merchandise will be returned at vendor's expense.
- Orders must not be shipped past the purchase order Cancel Date or received more than 5 days before the Arrival Date or they will be subject to refusal at Purchaser's option. Vendor must contact the Inventory Control Buyer for written approval if delivery will not be within the shipping window.
- Any shipment arriving after the purchase order has been cancelled or is lacking a visible, valid purchase order on the master case may be refused.
- We require that shipments over 250 lbs. ship on pallets via Consolidated Freight. For shipments less than 250 lbs. please ship via FED-EX Ground.
- Suppliers, Freight Consolidators and Freight Forwarders are required to load containers by grouping the merchandise as follows, unless variations are needed to maximize container space:
 - Group products from one Supplier together.
 - Group products within each purchase order for each Supplier.
 - Group products by ITEM within each purchase order.
 - Do not mix ITEM's on pallets unless the mixed merchandise is clearly identified.

Routing Instructions:

LTL Shipments

1 to 250 pounds with max. length of 108" and max. length plus girth of 130"	251 to 8000 pounds or 1000 cubic feet	8001 pounds and over or over 1001 cubic feet
Fed-Ex Ground-Collect	Consolidated Freightways	Call for routing instructions
1-800-GO-FEDEX 1-800-463-3339	See local directory	801-887-9609

Chocolate 2603 - 9364 - 2
Sundance requests that shipments up to 250 pounds be shipped via FedEx Ground Collect. Your company must set up a Fed-Ex account to ship Ground Collect.

Participation in the FedEx Ground Collect program benefits your company in two ways:

- 1) Simplified shipping. FedEx can help you arrange pick up service, automation if desired and will supply pre-printed Collect bar code labels for your use in shipping this and other Collect consignee accounts. The Fed-Ex Ground Collect program provides you with pre-printed bar code labels. FedEx does not require you to weigh each parcel, which speeds and simplifies your shipping process.
- 2) When the shipment is received at our warehouse, the bar code is scanned by Fed-Ex and all charges are reversed to Sundance's bill. This means no out-of-pocket shipping expenses are incurred.

Drop Shipments
(Direct shipments from vendor to customer)

1 to 250 pounds with max. length of 108" and max. length plus girth of 130"	251 to 1500 pounds or 1000 cubic feet	1501 pounds and over or over 1001 cubic feet	Certain Furniture Items*
Fed-Ex Ground	Lynden Air Freight	Call for routing instructions	Home Delivery Service
1-800-GO-FEDEX 1-800-463-3339	801-973-9751	801-887-9601	877-437-8432 ext. 203

*Refer to furniture addendum

Freight invoices should be billed to:

Sundance Catalog Company
3865 W 2400 S
Salt Lake City, UT 84120

These instructions should be followed when making shipments to Sundance Catalog Company Stores and Distribution Centers. Failure to comply will result in a charge back to your company for the full freight charges plus an administrative charge. Sundance does not pay handling charges on any shipment or item.

Please call the Traffic Department at 801-887-9609 if any questions arise or if you are unable to comply.

000015

Invoice Requirements

On the date of shipment, the original invoice must be mailed or electronically transmitted to:

**Accounts Payable
Sundance Catalog Company
3865 West 2400 South
Salt Lake City, UT 84120-7212**

- Invoices for individual Drop Ship orders may be faxed to the Drop Ship Coordinator with a copy of the PO and shipping documents, as detailed in the DROP SHIP section of this document.
- Payment for merchandise received will be made only through receipt of proper documents. Payment Terms commence from the later of the date of invoice receipt or the receipt of goods.
- Include only one purchase order per invoice. Multiple PO's on an invoice will be returned to vendor, which could delay payment.
- **The invoice must include:**
 - A. Invoice number (number must be unique)
 - B. Invoice Date (date of shipment)
 - C. Sundance Catalog Purchase Order Number
 - D. Payment Terms, as indicated on the P.O.
 - E. Cost, Extended Cost and Total Amount of Invoice
 - F. Total number of cartons included on this invoice
 - G. Total units shipped on invoice
 - H. Breakdown of Sundance Catalog item number, description, color & size
 - Number of units per style
 - Unit Cost per style
 - Total Cost per style
 - Total Quantity of units shipped
 - Total Cost of invoice
 - I. Ship-To Address as stated on the P.O.
 - J. Name of Carrier and Pro Bill Number
 - K. Tracking number (provided by carrier)
 - L. Vendor Company name, mailing address and phone number (**must be same as on PO**)
 - M. Factor name and mailing address (if applicable)
- If invoice is payable to a factor, the invoice must be stamped showing the appropriate Factor name and remit to address.
- Sample invoices must indicate the Sundance Catalog Associate who ordered the goods.
- If there is a change to your remit to address, it must be reflected on your invoice. We will only pay to the remit to name and address on your invoice.

000016

Invoice Requirements, continued

Please note: No freight charges will be paid on any vendor invoice.
Vendor should be using Sundance Catalog freight companies and Sundance Catalog will pay approved freight invoices directly to freight companies.

By following the above guidelines, you help assure prompt payment of invoices.
If you have questions, please contact the Accounts Payable Dept -801.973.4989 ext 257

Sample Requirements:

It is required by Sundance Catalog, that when your product has been chosen for inclusion in the catalog, that the vendor furnish us with multiple samples as outlined below.

All samples are considered a cost of doing business and should be furnished and sent to Sundance Catalog at the vendor's expense. Any exceptions to this policy must be made by The Vice President/GMM of Merchandising.

Prototype Sample: The first sample of a newly developed item. Exceptions to production quality must be identified (i.e. fit, fabrication, color, etc.)

Photo Sample: This sample will be used for photography. It must have the correct color, fit, trims and fabrication

Send Prototype Samples and Photo Samples to:
Merchandise Sample Department
Sundance Catalog
3865 West 2400 South
Salt Lake City, Utah 84120

Pre-Production Samples: Due 10-14 days before production begins. The final approved version of the sample to be used for comparison with the purchase order delivery. It should be made in production quality materials with production fit.

Two sets of Pre-Production samples are to be sent to Sundance. One set is to be used by our Quality Assurance Department and one is for our Customer Contact Center's Training Department. The samples must be shipped to us in the required and approved packaging.

Top of Production Sample: Due 10 days before production shipping. It should be pulled from the production lot, sent ahead of the balance to ensure consistency. It will be replace back into the production order.

Send Pre-Production & Top of Production Samples to:
Quality Assurance: (Category)
Sundance Catalog
3865 West 2400 South
Salt Lake City, Utah 84120

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Samples are not interchangeable. Each type serves a specific purpose and is used by various departments.

Please note: If your item is a jewelry item, please see additional sample requirements in the Product Category Packaging and Shipping Requirements: Jewelry.

01/19/02

Direct to Customer Drop Ship Guidelines

If you have been asked to ship product directly to Sundance Catalog customers from the factory, follow the guidelines in this section. An associate from Sundance Catalog that handles drop ship product will be in contact with you to discuss our drop ship program.

What we will provide to you:

- Blanket Orders to cover projections will be provided for each catalog offer featuring your merchandise.
- Individual Purchase Orders will be faxed or electronically transmitted to you on a daily basis as customer orders are received. This is the order to ship and invoice against.

What we expect from you:

- On the date customer orders are shipped, notify your Sundance Drop Ship Coordinator that shipment has occurred by faxing your invoice, Sundance Purchase Order and corresponding shipping manifest of shipment pickup records. This is how we verify shipment in order to bill the customer and assure accurate and timely payment to you. No invoice will be paid without supporting copies of the Purchase Order and shipping documents.
- **DO NOT enclose copies of shipping documents in customer's package.**
- If you cannot ship a customer's order due to production problems or stock shortages, please notify your Sundance Drop Ship Coordinator immediately. Under revised federal regulations governing catalog backorders, we must fill the order by the date given a customer when the order is placed. If we cannot ship by the date given the customer, we are required to receive authorization from the customer to extend the date. **You must notify your Sundance Drop Ship Coordinator PRIOR to the ship date in order to allow time for us to contact the customer.** Any time we are forced to contact a customer for approval to extend a backorder, we are at risk of losing the sale. In addition, if authorization is not granted, we are required to cancel the order on that date.
- If the delivery commitment to the customer is not met and Sundance is required to compensate the customer with free freight or a discount, your company will be charged the value of the compensation. If Sundance caused the delay through inaccurate forecasting or shipping notification delays, we will absorb the compensation charges.

Vendor Related Damages and Defects

For instances where a drop ship order is returned due to damage or defects caused by the vendor, the vendor will be charged for outbound freight, the return freight, cost of the item and /or repair costs, and a \$50 administrative charge.

If the customer elects to keep the product and settle for compensation and/or repair of the product, the vendor will be charged the cost of customer appeasement and/or repair, plus a \$50 administrative charge.

SUNDANCE CATALOG COMPANY

PRODUCT REQUIREMENTS: APPAREL, LUGGAGE AND FOOTWEAR

PRODUCT QUALITY:

1. Merchandise must adhere to the approved design guidelines from the Merchant.
2. Product quality, decoration and physical characteristics must match the approved sample.
3. Include a copy of the size specification standard for all apparel and footwear items.

PRODUCT MARKING

1. Each item must have a sewn label indicating country of origin, fiber content, size, and care instructions. For product developed by Sundance the Sundance RN # 106205 must be on the tag as well.
2. Country of origin labels must be visible from the outside of the selling unit. Either place a sticker on the outside of the selling unit or ensure that the label can be seen through a clear plastic bag.
3. Fiber content must be stated on the front of the label or indicate "Fiber Content Is On The Reverse Side."
4. Care instructions must be stated on the front of the label or indicate to "See Reverse For Care Instructions."
5. Care instructions must be written in English. Using only international care symbols is not acceptable.

PACKAGING SPECIFICATIONS

1. The master case corrugated must be made of 200 to 275 lb. test bursting strength.
2. Individual selling units must be packed in plastic bags, which are heat sealed or securely taped.
3. Do not mix colors or sizes in the master case.
4. Insert a corrugated pad between the bagged items and the top of the master case to protect against cutting.
5. Each master case must withstand a 2-meter drop test on all corners with no product damage.

LABELING

1. Sundance will provide barcode item labels. Each unit must be marked with a barcode labels.
2. All master cases must be marked with the vendor number, Sundance item number, purchase order number, vendor style number and quantity.
3. All master cases must be marked with the statement: " DO NOT OPEN WITH A SHARP INSTRUMENT."

SUNDANCE CATALOG COMPANY
PRODUCT REQUIREMENTS: FURNITURE

PRODUCT QUALITY:

1. Merchandise must adhere to the approved design guidelines from the Merchant.
2. Product quality, decoration and physical characteristics must match the approved sample.

PRODUCT MARKING

1. Clearly mark each item with a sticker or permanent stamp indicating country of origin.
2. Upholstered furniture must be labeled with description of cushion material, Registry number, manufacturer's certification statement, flammability statement, and the name and address of the manufacturer.
3. All bedding material (cushions, pillows, comforters, etc.) must include finished size dimensions and the above information in requirement # 2 and thread count should be provided.

PACKAGING SPECIFICATIONS

1. The master case corrugated must be made of at least 275 lb. test bursting strength.
2. Provide 3 to 4 inch styrofoam, polyethylene or fiberboard corner pads for inner protection.
3. Wrap all finished surfaces with fiberboard, paper-covered wadding or 1/8 inch cushion foam.
4. "Knocked down" furniture must be wrapped as above and strapped securely to prevent movement.
5. Table legs must be wrapped, boxed as a set of four and secured to the underside of the tabletop.
6. Cover tops of tables with pads so that no corners, edges or 5 inches of surface area are exposed.
7. Tape or attach hardware to merchandise. Tape must not come in contact with finished surfaces of product.
8. Each master case should have 2 cm cushion material between the inner case and the master case.
9. Each master case must withstand a 2-meter drop test on all corners with no product damage.
10. New packaging samples must be approved by Sundance's Packaging Specialist or certified by an Independent Inspector.

LABELING (barcode labels are not required for drop shipments to customers)

1. All selling units must be marked with the barcode item labels provided by Sundance.
2. All master cases must be marked with the vendor number, Sundance item number, purchase order number, vendor style number and quantity.
3. Mark the master cartons with the statements: "FURNITURE, FRAGILE", "THIS SIDE UP" and / or "GLASS, FRAGILE" if appropriate.

SUNDANCE CATALOG COMPANY
PRODUCT REQUIREMENTS: HOME DÉCOR, GLASSWARE AND CERAMICS

PRODUCT QUALITY:

1. Merchandise must adhere to the approved design guidelines from the Merchant.
2. Glaze color and coverage must meet the Merchant's specifications.
3. Product quality, decoration and physical characteristics must match the approved sample.

PRODUCT MARKING

1. Clearly mark each item with a sticker or permanent stamp indicating country of origin.

PACKAGING SPECIFICATIONS

1. The master case corrugated must be made of 200 to 275 lb. test bursting strength.
2. Individual items must be wrapped with sufficient foam sheets or paper padding to prevent movement.
3. Multiple items in one inner case must be separated by corrugated or foam dividers to prevent movement.
4. Dividers within inner cases must be taller than the height of the glass to prevent any internal contact.
5. Stemware must be individually wrapped with bubble wrap, separated with dividers and boxed in selling units.
6. Canisters or heavy items are to be wrapped in 1/8 inch thick cushion foam.
7. Each master case should have 2 cm cushion material between the inner case and the master case.
8. Each master case must withstand a 2-meter drop test on all corners with no product damage.
9. The Packaging Specialist or Independent Inspector must approve new packaging samples.

LABELING

1. All selling units must be marked with the barcode item labels provided by Sundance.
2. All master cases must be marked with the vendor number, Sundance item number, purchase order number, vendor style number and quantity.
3. Mark the master cartons with the statements: "FURNITURE, FRAGILE", "THIS SIDE UP" and / or "GLASS, FRAGILE" if appropriate.

SPECIAL REQUIREMENTS

1. All merchandise must meet the most stringent lead content requirements to be sold in the United States. Currently extractable lead must not exceed 0.1 parts per million in lab tests.
2. Exterior decorations containing lead or cadmium must not be present above 20 mm from the rim.

Sundance

SUNDANCE CATALOG COMPANY
PRODUCT REQUIREMENTS: JEWELRY

PRODUCT QUALITY:

1. Merchandise must adhere to metal quality and marking standards issued by the Federal Trade Commission in the most current issue of "Guides for Jewelry, Precious Metals and Pewter Industries." <http://www.ftc.gov/os/2000/12/jewelfm.htm>
2. All gemstones must meet quality and disclosure standards set by the American Gemological Trade Association.
3. Merchandise must adhere to the approved design guidelines and initial sample as approved by the Merchant.

PRODUCT MARKING

1. Each item must be stamped with the appropriate quality mark in addition to the registered trademark of the person or organization responsible for the guarantee of quality.
2. Each item should be permanently marked with country of origin in an easily readable, but unobtrusive location.

PACKAGING SPECIFICATIONS

1. Each item must be packaged a Sundance Catalog jewelry card if requested on the Purchase Order.
2. Each carded item must be packaged in a plastic bag.
3. Each item must be labeled with a Sundance Catalog approved bar-code sticker affixed to the front of the bag. Barcode stickers will have sizes and colors listed and must be attached to the correlating item.
4. Each size of each item must be packaged in a plastic bag with the size clearly written on the front.
5. Each item must have all sizes packed into a plastic bag, with the Sundance Catalog Co. item number clearly written on the front of the bag.
6. Each purchase order must be packed into a separate bag or carton. Multiple purchase orders may be packed into a master carton.

LABELING

1. All selling units must be marked with the barcode item labels provided by Sundance.
2. All master cases must be marked with the vendor number, Sundance item number, purchase order number, vendor style number and quantity.

SUNDANCE CATALOG COMPANY
PRODUCT REQUIREMENTS: JEWELRY (continued)

SPECIAL REQUIREMENTS

In order to assure our customers of quality and authenticity of our jewelry products, Sundance Catalog Company, at their discretion, can either request certification of authenticity of gemstones by a certified gemologist or have such an evaluation performed upon an item and charge the vendor for the testing fee in addition to shipping and handling by testing facility. The same would be true of precious metals.

Items without the appropriate quality markings and registered trademark will be returned to the vendor immediately up receipt. Such returns do not automatically guarantee acceptance of all quantities once error has been corrected.

As per the AGTA Manual:

1. With the exception of the normal fashioning (cutting and polishing) of a diamond and other gemstones, it is the seller's responsibility at the time of sale to provide all information pertinent to the enhancement of a natural gemstone. If the stone is man-made, it is also the seller's responsibility to disclose that fact. The Federal Trade Commission (FTC) requires this information. Such information is required at *each* and *all* levels of jewelry commerce.
2. It is unfair or deceptive to fail to disclose that a gemstone has been treated if:
 - a. The treatment is not permanent. The seller should disclose that the gemstone has been treated and that the treatment is not or may not be permanent.
 - b. The treatment creates special care requirements for the gemstone. The seller should disclose that the gemstone has been treated and has special care requirements. It is also recommended that the seller disclose the special care requirements to the purchaser.
 - c. The treatment has a significant effect on the stone's value. The seller should disclose that the gemstone has been treated and the treatment could affect value.

SPECIAL SECOND SAMPLE INSTRUCTIONS FOR JEWELRY:

CERTIFIED SAMPLES:

After an item has been selected for inclusion in the catalog, three samples will be requested.

One sample will be returned to you. This approved certified sample should be used as your standard for quality, design, color, construction, etc.

000025

Quality Assurance Program

The Sundance Customer Guarantee:

Sundance provides the following guarantee to its customers for every product sold in the Sundance Catalog and Internet Site:

If, at any time for any reason, you do not feel that your purchase has worn well, aged gracefully or lived up to your expectations, please return it to us for a prompt refund.

Sundance Merchandise Standards:

Sundance has chosen you as a vendor and requires you to uphold our Customer Guarantee by understanding and executing our rigorous standards. We are committed to offering high quality, unique products and excellent values to our customers. Sundance can achieve this goal only through the cooperation and support from our suppliers. Suppliers must completely understand these requirements when they accept merchandise orders:

- **Quality:** Suppliers must make every possible effort to ensure the quality of all merchandise produced for Sundance. Products are to meet the Buyer's specifications and match approved production samples. Merchandise must meet all U.S. government regulations for health and safety.
- **Packaging/Marking:** All products must meet Sundance's minimum specifications as outlined in this Vendor Guide. Any deviation from these requirements will result in a charge back unless the Buyer has given prior written authorization.
- **Delivery:** Manufacturers must meet delivery dates specified upon the approved purchase order. Late delivery which not been approved in writing by a Planner in advance will result in a penalty or cancellation.

Product Safety and Liability:

Your products must meet all federal and state product safety statutes and regulations, including those that fall under the Federal Trade Commission Act and the Consumer Protection Safety Act. As stated in the purchase order agreement, vendors must procure and maintain adequate product liability insurance naming Sundance as an additional insured.

7/26/00

Quality Control Inspection Process:

All merchandise shipped to Sundance will be inspected for quality, packaging, labeling and adherence to the original sample specifications. Merchandise that passes quality control inspection will be received as salable goods. Merchandise failing inspection will be returned at vendor's expense or held pending resolution of the issue. Penalties or extra handling charges may apply. Payment terms do not commence until all quality control issues are resolved and goods are accepted for receipt.

Sundance uses a sampling methodology based on the Military Standard 105 Statistical Sampling Method. Samples are selected at random for inspection from the production lot received.

If the defective items are at or below the acceptable level, the shipment is approved. If the inspection of the initial sample surpasses the maximum rejection threshold, then the shipment will receive a 100% inspection. The vendor will be charged for the direct cost incurred for 100% inspections. The vendor will be notified prior to implementation of a 100% inspection.

SAMPLING PROGRAM FOR QC INSPECTIONS
Based on Military Standard 105 Statistical Sampling Method

<u>LOT SIZE</u>	<u>SAMPLE SIZE</u>	<u>ACCEPT</u>	<u>REJECT</u>
2-8	2	0	1
9-15	3	0	1
16-25	5	0	1
26-50	5	0	1
51-90	5	0	1
91-150	8	1	2
151-280	13	1	2
281-500	20	1	2
501-1200	32	2	3
1201-3200	50	3	4
3200-5000	80	5	6

000027

Charge Back Procedures:

- All merchandise is subject to our minimum packaging and marking requirements.
- Distribution Center staff will prepare debit memos for all violations of packaging and marking requirements, concealed damage and vendor-related quality problems. Sundance will provide vendor with photographs or documentation whenever possible.
- Debit memos will automatically be sent to the Accounting Department for processing. Copies will be sent to the Buyers for notification. Address any discussion regarding charge backs with the Buyers.
- Approved charge backs will be deducted from the next vendor invoice payment.

Rejected Merchandise Procedure:

Goods that fail Quality Control inspection or are rejected due to inferior quality, incorrect product, incorrect packaging, incorrect labeling, or damages in transit due to packaging, will be subject to a vendor charge back. This may include partial or total replacement, shipping, cost of related backorders, lost sales or customer appeasement.

Charge backs are designed only to fairly recoup direct costs of labor and expenses incurred as a result of vendor performance failure.

If defective merchandise is shipped, Sundance will call the vendor for an RA# or voice authorization to return the goods. Vendors are required to pay for the return freight. If replacement merchandise is sent it must be shipped immediately and the vendor will pay for the shipping of this merchandise.

Late Fee Policy:

- Every item on a purchase order will have an expected Arrival Date and a Cancel Date. Vendors must ship on a schedule that will ensure receipt by the Arrival Date, but not sooner than 5 days before the Arrival Date. The Arrival Date is **not** the last day to ship. It is the date by which we expect to receive all goods. The Cancel Date is the last day we will accept delivery without written authorization otherwise.
- Vendors must provide advance written notification to Sundance if there will be a delay in shipment.
- If there is a delay, and the shipment is going to be received after the Arrival Date, we reserve the right to cancel any or all of the items on the purchase order.
- Unless Sundance is notified in writing before the requested Arrival Date and agrees to waive this charge, the Purchase Order will be subject to a weekly 5% reduction in the invoice price. For example, if a shipment arrives 4 weeks after the Arrival Date, the vendor will be charged 20% on the invoice.
- In order to have the late fee policy waived, the vendor must receive a written extension from Sundance before the requested Arrival Date. The late fee will be waived only if the extension is granted.

000028

Charges for Packaging and Marking Policy Violations:

The following charges will be assessed for violations of packaging and marking requirements. These charges represent Sundance's direct labor and material costs to standardize merchandise for efficient distribution. Charges will be determined for each violation depending on the severity of the discrepancy.

\$50.00 is the minimum charge.

<u>Violation</u>	<u>Cost per Violation</u>
Product not labeled with item numbers	\$0.15 / unit
Product not labeled with country of origin	\$0.15 / unit
Product missing required hangers	\$0.35 / unit
Product requires re-boxing or additional packaging	\$1.50-\$7.00 / unit
Product (furniture) requires re-boxing or additional packaging	\$7.00-\$22.00 / unit
Product must be stabilized	\$1.00 / unit
Product (furniture) must be stabilized	\$3.00 / unit
No packing slip included	\$50.00 plus \$20.00/hour labor
Mixed items in master case	\$20.00 / hour related labor
Incorrectly marked packing list	\$20.00 / hour related labor
Incorrectly marked master case	\$20.00 / hour related labor
Incorrectly marked inner case	\$20.00 / hour related labor
Merchandise requires re-palletizing	\$20.00 / hour related labor
Damages to merchandise not attributable to carrier	Cost of merchandise, freight expense and inspection costs

000029

**SUNDANCE CATALOG COMPANY
VENDOR GUIDELINES MANUAL
RETURN CONTACT SHEET AND ACKNOWLEDGEMENT FORM**

Instructions:

Before Sundance can place any purchase order or proceed with placing your product in the catalog production schedule, you must return this sheet, completed and signed, with a signed copy of the Vendor Agreement and a copy of your current Certificate of Insurance naming Sundance Catalog Company and its affiliated entities as Additional Insured.

Merchandising Department
Fax #(801)-978-3202.

Vendor Name: _____

Vendor Address: _____

Vendor Phone: _____

Vendor Fax: _____

Vendor E-Mail: _____

Sales Rep Name: _____

Sales Rep Address: _____

Sales Rep Phone: _____

Sales Rep E-Mail: _____

I have received the Sundance Catalog Vendor Guidelines Manual, which is Exhibit E to the Sundance Catalog Company standard Vendor Agreement. I agree to comply with the terms and conditions herein.

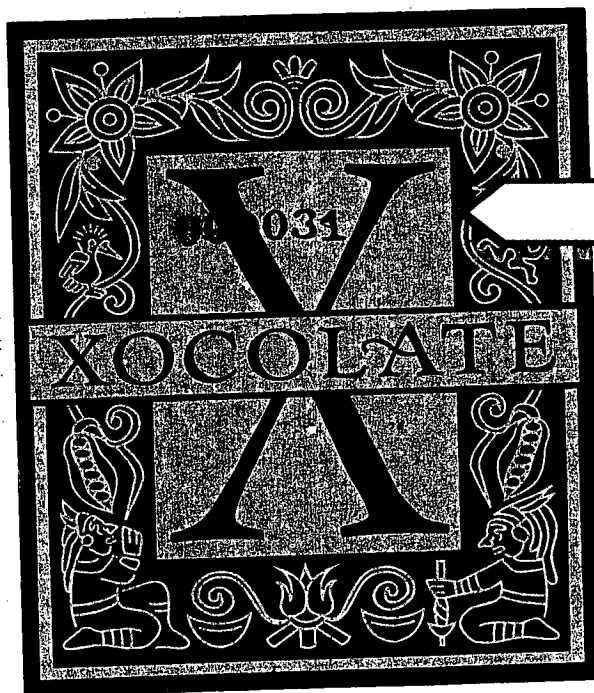
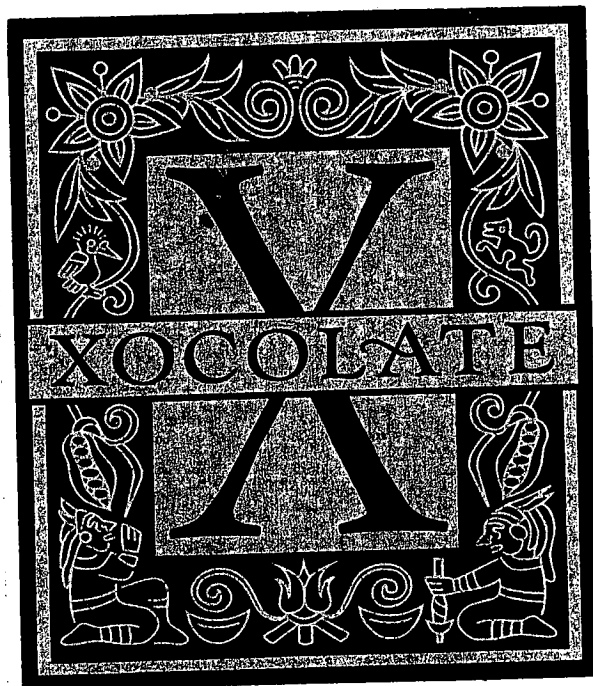
Signature: _____

Print Name: _____

Title: _____

Date: _____

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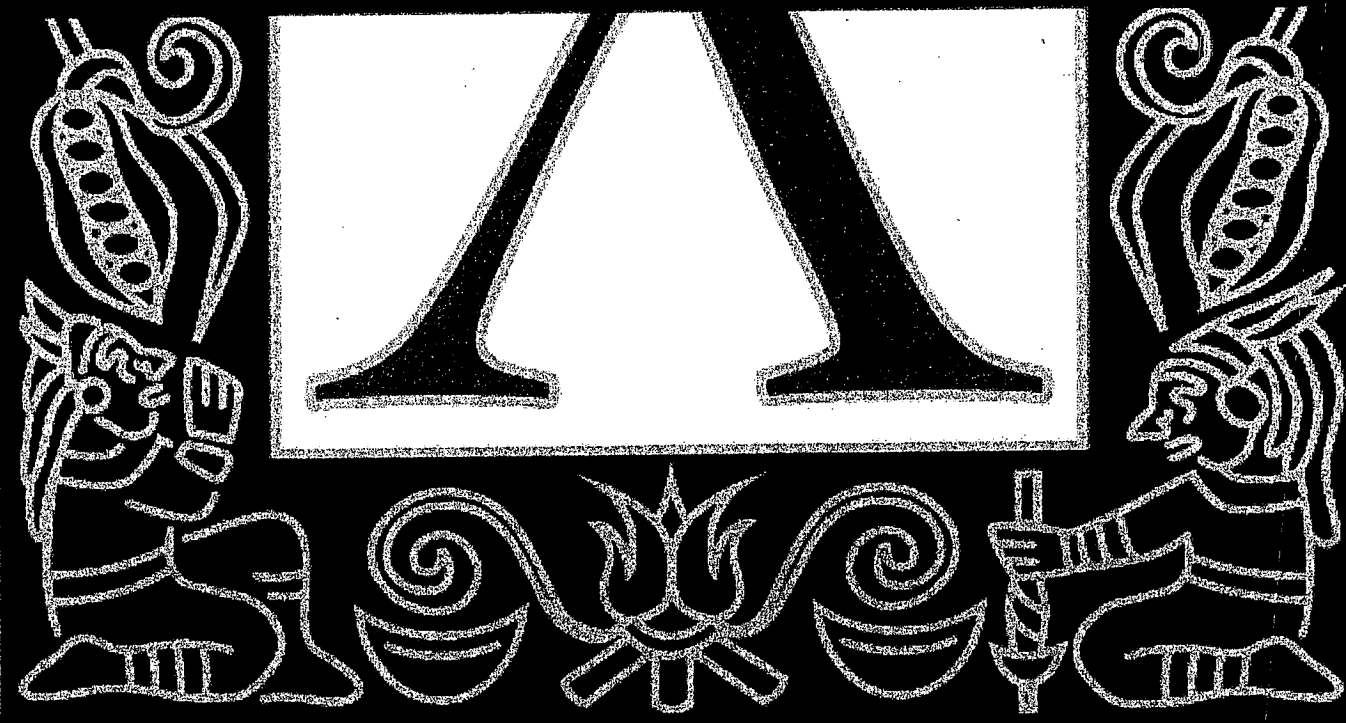




V

XOCOLATE

A



XOCCOLOX
ELIATE

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V

XOCOLATE



A

XOCCOLATTE

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Chocolate

RANDY JUDD 1041 South Military Drive
Salt Lake City, UT 84105
phone 801.232.9343
fax 801.582.3491

Chocolate

RANDY JUDD 1041 South Military Drive
Salt Lake City, UT 84105
phone 801.232.9343
fax 801.582.3491

Chocolate

RANDY JUDD 1041 South Military Drive
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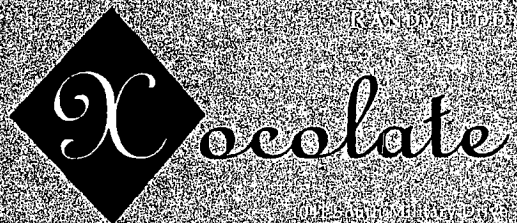
Chocolate

RANDY JUDD 1041 South Military Drive
Salt Lake City, Utah 84105
801.232.9343 / 801.582.3491



RANDY JUDD

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Salt Lake City, Utah 84105
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fax 801.582.3491

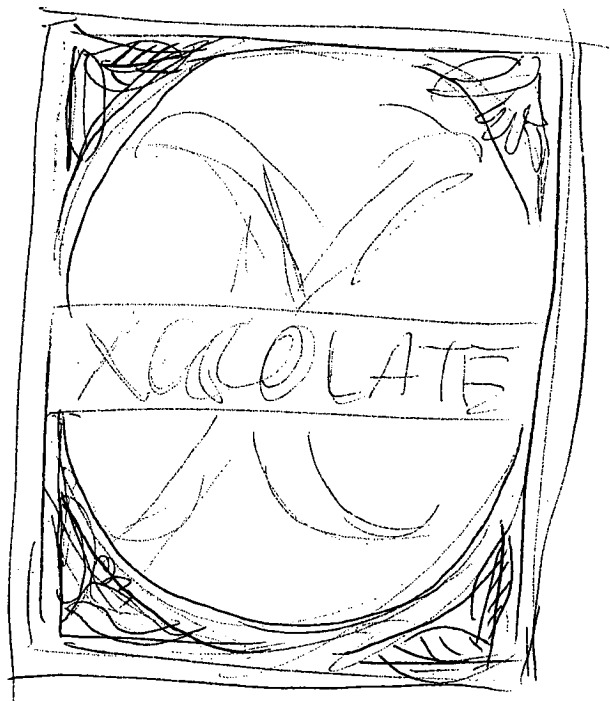
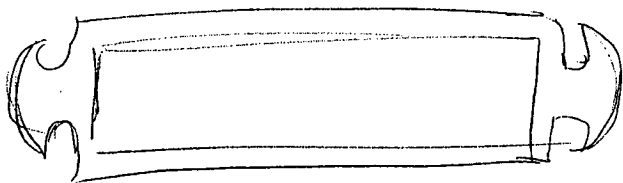
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Reckart

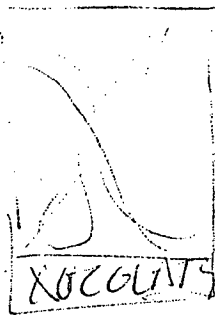
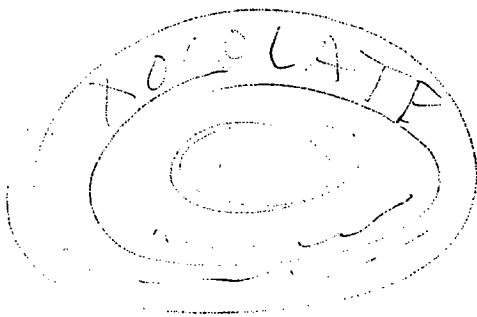
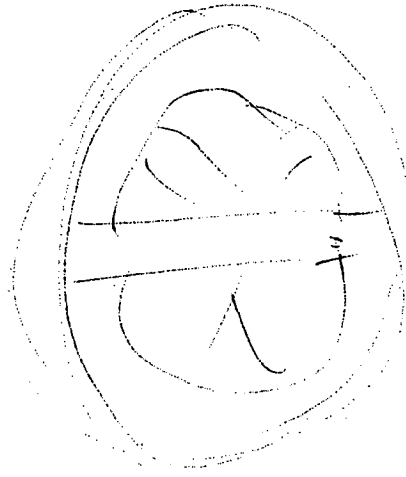
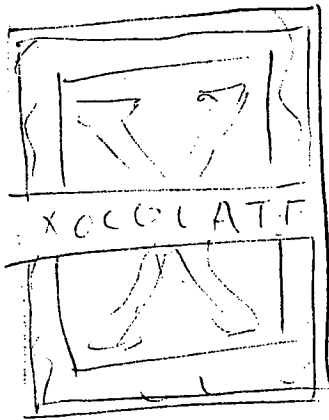
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000038





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Product Possibilities

<u>Category</u>	<u>Description</u>	<u>Price</u>	<u>Cost</u>	<u>Margin</u>
Chocolates	1 pound assorted			
	½ pound assorted			
	Box of caramels (1/2 milk & ½ dark)			
	Box of 4			
	Box of 2			
	Box of 1			
	Also sold by pound out of case			
Truffles	Box of 12 Dessert Truffles			
	Box of 4			
	Box of 2			
	Box of 1			
	Single truffles from case	1.50	.75	
	1 pound Foil wrapped truffles	20.00	9.50	
	Individual Foil wrapped	.75	.30	
	1 pound Bite sized truffles	18.00	8.50	
	Individual Bite sized			
Dried Fruit	8 oz. in glass jar			
	8 oz. in cello bag			
	By the pound			
	Glace apricots			
	Glace oranges			
	Dipped orange or lemon peel			
Fresh Fruit	4 Strawberries in clamshell			
	Strawberries by the pound			
	12 grapes in a clamshell			
	Grapes by the pound			
	Raspberries by the pound			
Panned Fruit/Nuts	Milk or dark peanuts			
	Milk or dark almonds			
	Milk or dark macadamia			
	Dark cherries			
	Dark cranberries			
	Milk/dark/white espresso beans			
Toffee	English Toffee (1 lb. Tin)			
	White Choc. Mac. (1 lb. Tin)			

000041

Dark Choc. Pistachio (1 lb. Tin)
 English (8 oz cello)
 Macadamia (8 oz cello)
 Pistachio (8 oz cello)
 Crate with all three (in cello or tall tins)

Brittle

Peanut
 Macadamia

Bark/Clusters/Mints

Fudge

8 flavors by the pound	10.95	4.25
¼ pound slice	2.95	1.06
(2) ¼ pound slices	5.00	2.12

Varieties: Belgian Choc., Choc. Walnut, Penuche, Butter Pecan,
 Choc. Cheesecake, Pumpkin, Mocha, French Vanilla

Caramel Apples

Single apple in cello bag/box
 Three apples in gift crate

Varieties: White choc. Cinnamon, three chocolates,
 Dark choc. Almond, Praline pecan, Toffee

Gelato/Sorbet

12 flavors – 4 oz. cup
 8 oz. cup
 Waffle cone
 Waffle cup

Cookies

Brownies

Bars

Lemon
 Lemon w/ dark choc.
 Nanaimo

Breads

Hot Chocolate

Coffee

000042

Pre Packaged Items

Michael Cuizal

Guittard

Valhrona

Dagoba

Scharfen Berger

Choc. Sauces

McMellace (candied almonds)

Novelty Items

Voodoo dolls

Body paints

Moulds

Seasonal Items

Halloween

Thanksgiving

Hanukkah

Christmas

New Year's

Valentine's Day

Easter

Mother's Day

Father's Day

Salt Lake

Magazine

of the Mountainwest

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... from **barbers**
to **baristas**
to **BBQ!**

GIRL POWER!
WOMEN
SURE TO
CHANGE UTAH
PAGE 78

**MOMS
ON METH**
PAGE 54

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000044

best place to graze for secondhand CDs and DVDs without the snooty, quasi-hipster sales staff lurking and asking if you need anything.

Best Collision Of Purpose And Policy: Deseret Industries Try dropping a load of clothes and toys off at one of the LDS Church-run Deseret Industries on a Sunday and a security guard will reject your bundle of hand-me-downs with extreme prejudice, pointing out that Sunday is a day of rest. Well, then—what's he doin' at work?

Best Sorely Missed Restaurateur: Ramon Cardenas, Red Iguana (736 W. North Temple, SLC) Red Iguana diners and employees alike mourn the passing of owner Ramon Cardenas. Aside from creating the very best Mexican restaurant in the state, the cowboy-hatted, smiling restaurateur was also by all accounts a kind and joyous individual. He will be missed, but his legacy lives on—pass the molé poblano!

Best Reason to Work Through Lunch: Executive boxed lunches from Apple Spice Junction (2235 S. 1300 West, West Valley) West Valley corporate-types order these desktop picnics delivered: huge sandwiches made on fresh-baked bread, chips, your choice of pasta, potato, or frog eye salad, and a slice of New York-style cheese-

If You're Feeling a Little Sinful ...

Best Sweet Treat: Xocolate (2431 S. Highland Drive, SLC) Imagine, if you will, that some über-smart individual has figured out a way to condense the 7 Deadly Sins (of course, the most enjoyable of human attributes) into little morsels, drench them in chocolate, and package them in trim boxes that look like they contain Her Majesty's jewels, and you'll know exactly what Xocolate is up to.

Best Cocoa: Cocoa Caffé (282 E. 900 South, SLC) For \$3.25, you get a cup of the most sensuously sinful hot chocolate you've ever tasted. Ever seen the final segment of *Like Water for Chocolate*, when two choco-holic lovers are consumed by passion in a raging inferno? Yeah, a cup of this stuff is a lot like that.

Best Place to Stage an Atkins Diet Revolt: Ron & Cris' Bakery (50 W. 400 South, Cedar City) The smell of sugar assaults you the minute you walk through the door. Rows of doughnuts in various shapes, sizes, and colors taunt you. The croissants are flaky, the dinner rolls light, the multi-grained breads hearty. Open since 1962, Ron & Cris' has thrived in a region where supermarket bakeries dominate.



cake. When their blood sugar plummets around 4 p.m., they dig in for the rest: a saucer-sized cookie, assorted veggies, and a mint—all for \$8.95. The only thing missing is a red-checked tablecloth and bottle of vino.

Best Revenge: Birthday songs at Joe's Crab Shack (65 E. 9400 South, Sandy) Say someone makes you crazy and you want to see him squirm. Take him for a seafood feast at Joe's Crab Shack to celebrate the blessed day he was born. The servers, young and raucous by nature, will swarm your table armed with costumes. They'll dress up your victim and, once adorned, chase him around the restaurant singing "Happy Birthday" at the top of their lungs. Off-key, off tempo, as half the restaurant chimes in.

Best Triumvirate of Thrift: Name Droppers Resale Clothing & Co. (2350 E. Parleys Way, SLC), Pib's Exchange (2144 Highland Drive, SLC) and The Clothes Horse (2278 E. Murray-Holladay Road, Holladay) At Name Droppers, Pib's, and the Clothes Horse, you'll find designer labels for

the discerning, including funky men's and women's clothing and accessories, as well as high-end business and evening wear. Look like a hip rich kid, cop the 'tude, and still make rent.

Best Corporate Stroll: The 1.7-mile paved walkway around Ingenix, Discover, and 3-Corn Those who have sold their soul to corporate America can power walk around a golf course populated by geese and ducks. Outside tables and chairs face man-made ponds—home to mallards, coots, and muskrats—and provide great views of the Oquirrh. Neighbors from Sundance, Usana, and other corporate communes can sneak one in on the sly. Trespassers beware: It's a goose poop fest.

Best Place to Get Your Hands Dirty: Red Kiln Clay Connection (393 E. 1700 South, SLC) If the scene in *Ghost* gets you going, sign up for a wheel-thrown or hand-built ceramics class with one of Red Kiln's friendly clay connoisseurs. With classes offered in either a structured or unstructured



Best Specs: Image Eyes (2000 S. 1100 East, SLC) The staff will help you retire those John Lennon wire rims that have been slung on your nose since the Nixon Administration and bring your peeper protection into the 21st century.

add just the right touch. Service is attentive but not overbearing. This is the place to come for Thai food that is spicy but not excessively so. 1615 S. Foothill Drive, SLC, 583-5339. Open Mon.-Sun. L, D, SLL, \$\$.

P.F. CHANG'S CHINA BISTRO—P.F. Chang's features items from Canton, Szechuan, Shanghai, Hunan, and Mongolia. The rave is the wrap-your-own lettuce appetizer, a surprisingly piquant, enticing dish full of cilantro, Asian vegetables, and chicken or tofu. Among the entrées, try the crispy honey chicken, dipped in a deliciously subtle batter, or the double pan-fried noodles swimming with fresh veggies. This is a beautiful restaurant with something for everyone. 174 W. 300 South, SLC, (801) 539-0500. Open Mon.-Sun. L, D, HA, SLL, \$\$.

SAKURA SUSHI—Sakura Sushi is a small, intimate restaurant, but the light green tiles and brushed steel tables make the restaurant feel more spacious than it really is. Service is friendly and helpful. Nigiri sushi, sashimi, and sushi rolls are popular, as are the combination plates and "box" lunches. It's also a good idea to keep an eye on the blackboard for daily fresh fish specials like toro, Spanish mackerel, pompano, and surf clam. 1615 South Foothill Drive, SLC, (801) 583-3363. Open Mon.-Sun. L, D, \$\$.

SHANGHAI RESTAURANT—For great value in an informal setting, visit this restaurant. Authentic Vietnamese and Chinese specialties fill an eight-page menu. The menu includes everything from Chinese stir-fried dishes to Vietnamese vermicelli noodle bowls and a variety of noodle soups. The adventurous should try the hot pots, consisting of sour tamarind catfish or shrimp broth. Everything is reasonably priced and authentic. 145 E. 1300 South, SLC, (801) 322-1841. Open Mon.-Sun. L, D, HA, \$.

● **SHOGUN**—Kick off your shoes and relax on the floor of your own private room while you sample perhaps the best sushi in the city, prepared by accomplished Japanese chefs. The soft-shelled crab roll is a delicious paradise. Enjoy finely presented teriyaki, tempura, sukiyaki, or something grilled by a chef before your eyes. Service is a bit slow and uncommunicative, but the food is worth it. Unfortunately, a lingering tobacco odor seeps in from adjacent bars. 321 S. Main Street, SLC, (801) 364-7142. Open Mon.-Sun. L, D, RR, HA, \$\$.

TEPANYAKI JAPANESE STEAK HOUSE—At Clearfield's Tepanyaki Japanese Steak House, customers eat at communal tables that surround a Japanese teppan grill, while talented and agile chefs become a blur of soaring knives, spatulas, and food. There's a sushi bar, but most diners opt for stir-fried dishes. Although Tepanyaki is a fun place to take a date, you'll want to bring the kids along too. The little ones love watching Tepanyaki's wizards at work behind the grill. 1386 S. Legend Hills Drive, Clearfield, (801) 775-8813. Open Mon.-Sun. D, SLL, HA, \$\$\$.

THAI CHILI GARDENS—A white, communal dining room with photos of the king and queen of Thailand make this cafe a straightforward Thai experience. Open the palate with chili salad of chicken, cucumbers, onion, and tomato. Galanga coconut soup, served in a Mongolian hotpot, can feed two or three. Try Thai iced tea for dessert: layered cream and tea with that oh-so-exotic and spicy tea aroma. 430 W. 800 North, Orem, (801) 724-9894. Open L, D, HA, \$-\$\$.



>> GUILTY PLEASURES

beans to bon bons

Ambrosia, nectar of the gods, and liquid love.

For many, chocolate is nirvana. From a 16th-century drink for the hoity-toity to a decadent little bar for the hoi polloi, courtesy of one Henri Nestle, chocolate has become Public Enemy #1 for fad dieters, and the substance du jour for dessert connoisseurs.

And Utahns, well-known for their predilection for sweets, are lucky enough to have a couple of high-end chocolatiers in Salt Lake City.

C. Kay Cummings Candies (2057 E. 3300 South) is one of the valley's most frequented purveyors of chocolate, with treats like mint sandwiches (\$9 per pound) and rum Victoria (\$15.50 per pound) among the most popular items. And then there's **Xocolate** (2431 S. Highland Drive), which has been generating a lot of buzz among sweet tooths for their artfully packaged boxes of chocolate, and which mixes it up with more exotic combinations and ingredients such as cardamom and Keoke coffee. Or you can try an assortment (\$13 for half a pound, \$24 for a pound) if the smell of all that chocolate throws you into mental disarray and you're unable to decide.

Of course, if your taste for chocolate begins to take on fetishistic qualities, **Cahoots** (878 E. 900 South) offers **Chocolate Body Paint** (\$7.95) for those whose (ahem) cravings have reached new heights. —Melissa O'Brien Fields

THAI DELIGHT CAFÉ—Well off the beaten path, but also well worth the excursion, is West Jordan's unpretentious Thai Delight Café, located just off the Bangerter Highway. Whatever is lacking in ambiance at Thai Delight is made up for in the low prices, whereby most dishes can be had for from \$5.25 to \$6.95. Popular dishes like panang curry and pad Thai accompany more exotic menu offerings. Vegetarians take note: Thai Delight lists 16 different vegetarian entrées on the menu. 6271 S. 3655 West, Suite #3, West Jordan, (801) 968-7626. Open Mon.-Sat. L, D, HA, \$.

THAIFOON—Comfortable booths, well-placed tables, and some Asian touches characterize this Far East eatery. Service is exemplary, and the food is well prepared and flavorful. Among the appetizers, the sauce for the lettuce wraps is made tableside—and just as hot as you like it. Everything is designed for sharing. Don't miss the generous filet of lemon-grass-crusted halibut or the caramel turtle cheese-cake surrounded by fresh mango. In addition to a reasonable selection of wines, you'll find a collection of premium sakes. 7 N. 400 West, The Gateway Center, SLC, (801) 456-8424. Open Mon.-Sun. L, D, SLL, HA, \$-\$\$.

● **THAI SIAM**—Don't let the size of this restaurant fool you. It's a diminutive Thai eatery with big, bold flavors. Easily ranked among the friendliest restaurateurs in the city, Wilat and Pom Mongkolprasit also dish up some of the most authentic Thai food in town. Thai Siam is never expensive, but it becomes even more of a bargain during lunchtime when the restaurant fills up with adventurous customers enjoying the \$6 combination plates. 1435 S. State Street, SLC, (801) 474-3322. Open Mon.-Sat. L, D, HA, \$.

TSUNAMI—Located in a Sugar House strip mall, this lovely little restaurant is more akin to a mirage than a tsunami. Diners delight in freshly made sushi and sashimi dishes, along with items not typical of sushi restaurants. Fried oysters, grilled eel, miso-marinated sea bass, and beef tenderloin carpaccio are just a few of the unique offerings that separate Tsunami from the pack. Don't pass up the rack of baby back ribs with roasted jalapeño teriyaki sauce. 2233 South Highland Drive, SLC, (801) 467-5545. Open Mon.-Sat. L, D, SLL, HA, \$\$.

XIAO LI—Whether you come for the sumptuous lunch buffet or for a special dinner, it's hard to miss owner Lee Lei's attention to detail. Featuring a wide range of traditional Chinese dishes—from a lightly battered sweet and sour pork to Kung Pao chicken—the menu also offers a number of items not readily available elsewhere. For a special evening with friends, call a day ahead for Peking duck, served in two courses. Lei is committed to the highest quality food and service, and Xiao Li speaks of his success. 307 W. 200 South, SLC, (801) 328-8688. Open Mon.-Sun. L, D, SLL, HA, \$-\$\$.

BREW PUBS

BOHEMIAN BREWERY & GRILL—Although large and rambling, the Bohemian is a restaurant with a cozy feel, whether dining on the patio in summer or next to one of the stone fireplaces in winter. The beers brewed on the premises—especially the pilsner and wheat beer—are wonderfully tasty. Alongside wood-fired pizzas, nachos, and garlic burgers, you'll find soulful Old World dishes like roast pork with homemade bread dumplings and sauerkraut. 94 E. Fort Union Boulevard, Midvale, (801) 566-5474. Open Mon.-Sun. L, D, SLL, HA, \$\$.

000046

FREE

APRIL 2004

VOLUME 23

NUMBER 4

CATALYST

RESOURCES FOR CREATIVE LIVING



Faces of Sudan
by Bevan Chipman

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000047

or as long as I can remember, the lure of sweet things has been strong for me. According to my mom, one of my first words was "cookie" (thank you, Monster!), and from there my ion with all things sweet deep-remember playing the board andy Land and imagining myself through the lollipop forest on veet pathways. I moved on to and sniff books where I cornvove out the aromatic little gind men and lemon drops with s from my tiny fingernails, my ssed to the pages as if they were l, trying to catch any last remainit. When the movie *Willie Wonka Chocolate Factory* came out, I fantasies displayed right there ig screen — an edible fantasyth flowers and toadstools and made out of sugar, and a choco-rl I would have given anything lden ticket in my Wonka bar. all my childish daydreams, I anaged to cunningly craft a proin which all manner of lovely are dangerously accessible. g in pastry kitchens day in and has only increased my apprecia- the magic that goes into creating is sweet things. I am more conthan ever that indulging in a confection, or pastry made with ands, fresh quality ingredients ost importantly, passion masie senses, inspires poetry and the imagination. ily for all of us souls with a fond- the sweet things in life, many kers, pastry chefs, chocolatiers dy makers are devoted to help- atiate the sweet beast within. e a few places I like to frequent.

1 Family Chocolates — East 4th Avenue

skill of candy making has been down through the generations in ch family, beginning with owner atch's grandmother who was a itier during the Depression era. ars of making delicious candy for outiques, Jerry, his father Steve, ry's partner Katie Masterson forces and opened their own store ily renovated building on E Street ivenue. and foremost, this charming

shop carries the most delicious candies and chocolates. The freshly made and inventive fillings are hand-dipped and beautifully presented. Their homemade caramel is some of the best I've ever had. I must insist that everyone tries the perfectly sweet, crunchy and astringent crystallized ginger dipped in chocolate; it is too good to miss.

They make homemade fudge and penuche, as well as some seriously gussied-up crispy rice treats. A tempting array of freshly made cakes, pies and desserts are prepared daily by pastry chef Katie Masterson.

They also offer ice cream, espresso drinks, and there's a reliable rumor of chocolate fondue coming this spring.

Xocolate — 2431 South Highland Drive

When I happened upon this shop with such an intriguing name I just had to stop and investigate. Taken from the Aztec name for chocolate, Xocolate (pronounced *show-ko-lot*) celebrates the sentiment of the ancient Aztecs that chocolate is the "food of the gods." The chocolates are handcrafted using Old World methods and have both traditional and unique flavors. My particular favorites are the Gianduja, which is a chocolate hazelnut cream, and the molé, which is flavored with cinnamon and red chilies. They also make delicious toffees, chocolate-dipped fruit, and giant caramel apples.

In addition to edibles, Xocolate carries books on the subject of chocolate and related gifts. Come in to explore and try their many generous samples.

Les Madeleines — 660 South State Street

I have been so happy since I found this inconspicuous little pastry shop. Romina Rasmussen has come back to SLC after training in the pastry arts at the French Culinary Institute in NYC and working in prestigious restaurants and hotels here and abroad. Lucky for us, because she makes the most fanciful little tea party treats I have ever set my eyes on.

Romina will surprise you with new selections every day: fruit charlottes, deep chocolate Reine de Saba cakes, fudge cupcakes, éclairs, raspberry finan-

ciers, braso de reina made with sponge cake, dulce de leche and apricot jam, exquisite little fruit jellies and almond nougats, and of course, perfect meltingly light madeleines. If you happen to be in when the meyer lemon tart with browned peaks of meringue on top is available, do not pass it by; I promise you will swoon with mouth happiness.

Cocoa Caffé — 282 East 900 South

I am slightly hesitant to share this little secret of mine, but it wouldn't be fair to keep it to myself. There is a place I go to for a private little indulgence, where I order a tiny yet potent cup of Italian cocoa that is so dark, so thick, and so extravagant that it renders me speechless and humbled. I carry my little cup topped with a wisp of whipped cream to a small table by the fireplace and I sip it in silence. Each mouthful sits on my tongue for an eternity, blanketing my taste buds, my throat, and then my tummy with cocoa in its most distilled form. Euphoria sets in. Now that I've let this secret out in the open, I advise you to try it for yourself.

The Bakery — 250 South 300 East

Pastry Chef Jean-Jacque Grossi must be the hardest working man in Salt Lake City. The sheer volume of decadent pastries, cakes, tarts, cookies and breads he serves forth every day is staggering. Did I mention that everything is delicious? Trying to decide what to get while standing in front of those trays of lavish treats is torture. Be content in knowing whatever you do end up picking will be absolutely luscious. Jean-Jacque is my hero.

Cummings Studio Chocolates — 679 East 900 South

Every Easter morning I would be filled with anticipation for the surprises waiting for me in my Easter basket. The flavors of the filled eggs and the shapes of the chocolate bunnies may have changed from year to year, but they were always from Cummings. My brilliant mother knew better than to get those

FOOD

waxy, dishonest bunnies and chicks sold in droves at the supermarket. After I examined every cute bit of Easter fluff nestled in my basket, I would slice into the big decorated chocolate egg with my name written on it. Sometimes it would be Rum Victoria, or caramel, or maybe divinity, but they were always really yummy. My mom still gets me my own chocolate egg with my name on it every year.

Easter is not the only time I enjoy Cummings chocolates. I like to stop in to nibble on a freshly dipped chocolate strawberry or a cluster of red raspberries, and they always offer a sample for you to choose. This place has been around since 1924; they know what they are doing, and they do it well.

Avenues Bakery — 481 East South Temple

In a common phenomenon of the restaurant business, a cook loses interest in eating the food she or he prepares on a daily basis, a case of familiarity breeding contempt. Such is not the case for me at the Avenues Bakery. I have not become any less delighted by the

pastries here than when I first started working. Every morning I look forward to eating a warm almond croissant or a Danish filled with sweet cheese and fruit after I bake off the morning pastries. I even stop in on my day off to have a marbled brownie, a slice of bread pudding with whipped cream, or a piece of mocha hazelnut meringue torte. I am fortunate enough to spend my working days in the presence of two supremely talented pastry goddesses, pastry chef

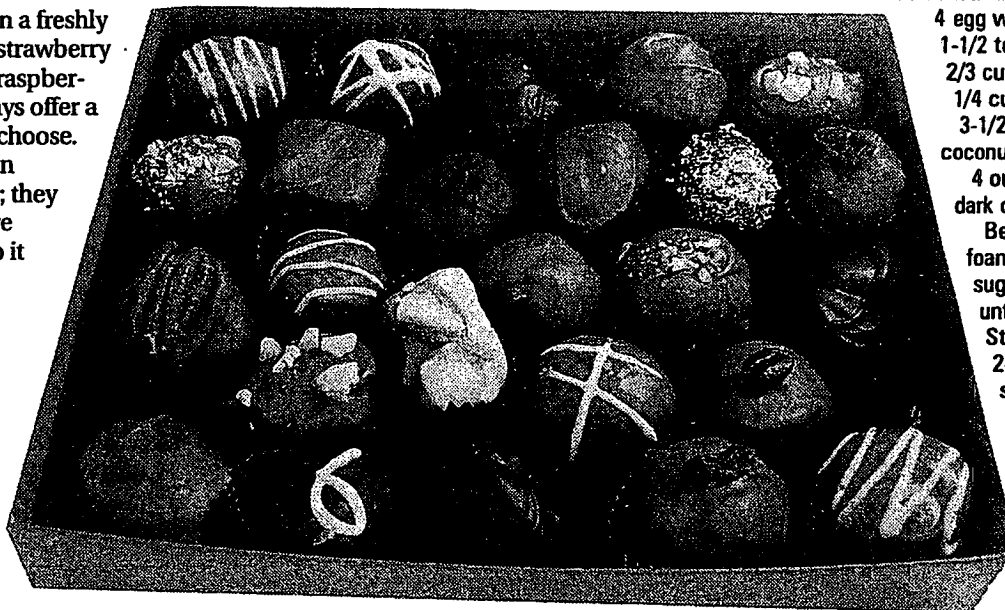
to the luxurious buttercream on the cakes. I encourage you to come in and taste what all of my fussing is about. This bakery really is an ideal place for a lover of sweet things.

Beverly Hill's Chocolate Dipped Macaroons


When Beverly makes these I always take a few home with me for my family. I'm usually licking the chocolate off my fingers before I make it in the door.

4 egg whites
1-1/2 teaspoons vanilla
2/3 cup granulated sugar
1/4 cup all-purpose flour
3-1/2 cups packed coconut flakes
4 ounces good quality dark chocolate
Beat egg whites until foamy. Add vanilla, sugar and flour; beat until just combined. Stir in coconut. Drop 2-tablespoon-sized scoops 1 inch apart onto baking sheet. Bake in a preheated 325-degree oven for 20-25 minutes or until nicely browned. Transfer to a rack to cool.

Melt chocolate in a double boiler, stirring until smooth. Dip half of macaroon into chocolate and place on a baking sheet covered with parchment or waxed paper to allow chocolate to set. Store in a cool area. ♦



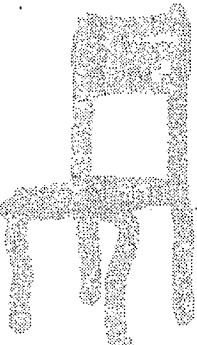
Beverly Hill and Angie Gilson, who put their love and creativity into everything that comes out of the ovens. Every pastry prepared here is made from scratch, from the croissant and puff pastry dough



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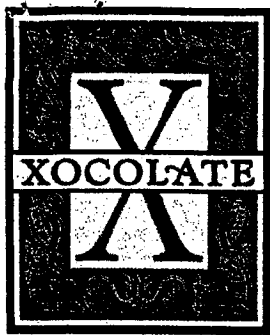
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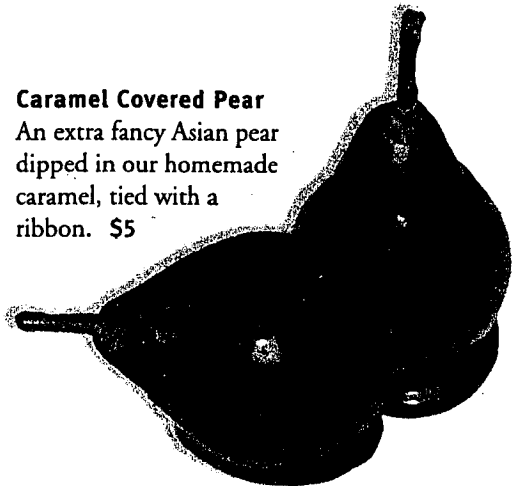


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Gift Collection

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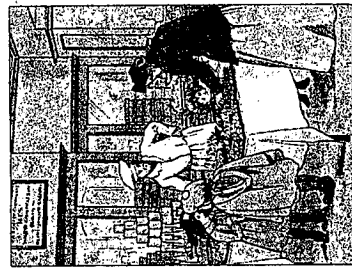
Chocolate has always been the perfect gift.



Aztecs preparing Xocolatl, a bitter drink made from cocoa beans, which was later introduced to Europe.

Chocolate has always been the perfect gift. The Aztecs presented Xocolatl as a sacred offering to the gods. Europeans shared chocolate within secret circles for centuries. And early Americans reserved it for special occasions and ceremonies.

At Xocolate (pronounced *show-ko-lot*), some of our favorite phone calls are from people having just received one of our gifts for the very first time. They want to know all about our name, where we came up with our distinctive flavors, and why our chocolates are the best they've ever tasted. We reply that we use the finest ingredients available — day fresh cream and butter, premium chocolate, the highest quality fruits, nuts and liquors. We then craft our chocolates from family recipes in small batches in the tradition of the finest chocolatiers.

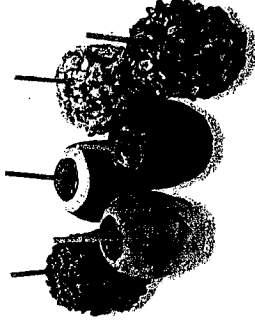


Come by our new retail store for complimentary samples and allow us to personally help you with your gift requests.

As we begin our third year, we at Xocolate are busier than ever. We have moved to a larger production facility and are opening a new retail store. While we have experienced significant growth, we continue to maintain the highest standards of quality in everything we do — from our wonderful flavors and varieties to the artistic packaging that compliments what's found inside. And we continually strive to get our gifts out to you, your colleagues and loved ones in the most efficient way possible.

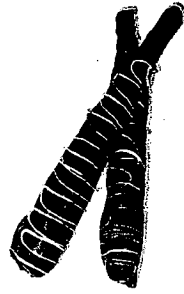
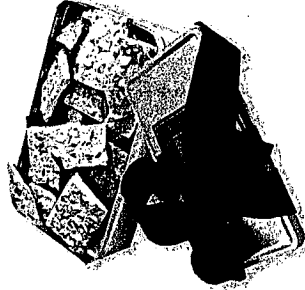
Take a moment to look at our current collection, and then discover firsthand what people have been talking about. We guarantee complete satisfaction and we think you'll agree — chocolate still remains the "perfect gift."

Gourmet Caramel Apples
Enormous Fuji apples covered in homemade caramel. Choose from: white chocolate cinnamon, plain, triple chocolate, milk chocolate with pecans, white chocolate Macadamia toffee or dark chocolate with almonds. \$7.50 each

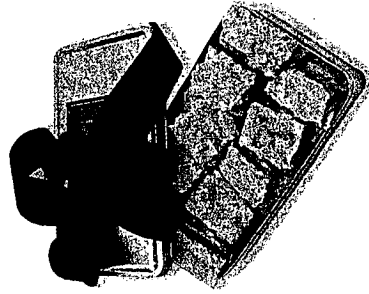


Chocolate Dipped Fruit
A beautiful assortment of dried apricots, mangoes, pears, pluots and peaches dipped in chocolate. One half pound in a keepsake glass jar. \$16

Peppermint Bark
White and dark chocolate topped with the cool flavor of crushed peppermint. One pound in a ribbon tied tin. \$15



Hand Dipped Pretzel Rods
4 with our homemade caramel then coated with milk or dark chocolate, in a gift bag. \$8



Assorted Chocolates
Box of artisan chocolates hand dipped in milk and dark chocolates. Includes cream centers, nuts, and soft caramels. Boxed in one or half pound. \$13 or \$24



Macadamia Toffee
Our mellow toffee coated in white chocolate and toasted macadamias. One pound in a gift tin. \$21



English Toffee
Our buttery toffee slow cooked in small batches. Covered with milk chocolate and roasted almonds. One pound in a tin. \$17

000072

Gifts Under \$50

Caramel Apple Crate

Select any three of our gourmet apples in a fine wood crate: plain, white chocolate cinnamon, milk chocolate pecan, triple chocolate, white chocolate Macadamia toffee or dark chocolate almond. \$28

Peppermint Bark with Tree Platter

One pound of cool peppermint bark with a beautiful, pewter tree platter that you will enjoy for years. \$32

Sampler Crate

This great gift offers a nice variety of our fine chocolates, English toffee, Macadamia toffee, chocolate covered fruits and nuts. \$36

English and Macadamia Toffee

A one pound tin each of two of our most popular items: English and White chocolate macadamia toffee. \$36

Xocolate Crate

Perfect for a deserving friend, associate or client. Boasts a large box of chocolates, English toffee, Macadamia toffee, Peppermint Bark, chocolate dipped fruit, and fresh fruit or premium nuts. \$48

Trio of Toffee and Bark

All handmade from family recipes - English Toffee, Macadamia Toffee, and Peppermint Bark. Three pounds in a gift crate. \$50

Special Occasions and Holidays

Custom Crates

Ideal for the arrival of a new baby, an anniversary, marriage or any other special event. Combine any of our delectable chocolate products, fruit, premium nuts, and sparkling cider and we will ribbon everything appropriately for the occasion. Between \$35 and \$75

Valentine's Day, Easter,

Mother and Father's Day

Our assorted chocolates come in half and one pound boxes. Select from a standard assortment or customize your box with your loved one's favorites.

Choose from our classic brown box, our new "pet name" Valentine's box, or our light yellow Spring box.

One half pound \$13

One Pound \$24

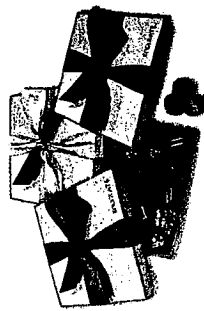
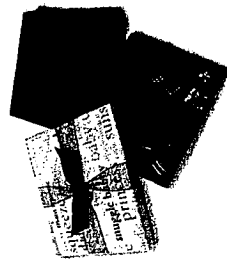
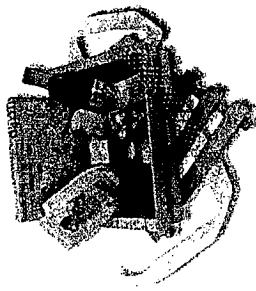
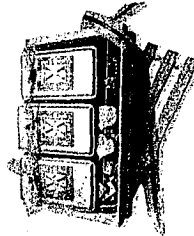
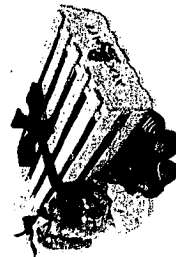
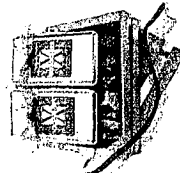
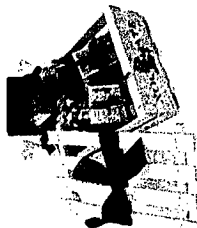
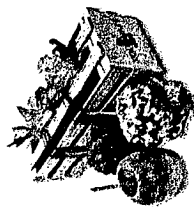
Weddings

What better way to say thank you to your guests and bridal party than a delicious piece of chocolate. Create a lasting impression by personalizing your wedding favors with custom printed ribbon. Please call for personal assistance.

Single box \$1.50

Two-piece Box \$2.25

Four-piece box \$4.50



000073

Mr. Robert Goldstein
Venetian Hotel & Casino
3355 Las Vegas Boulevard South
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6/12/2002

Dear Mr. Goldstein:

Per a recent conversation with our mutual friends Sara and Lincoln Spoor, we are enclosing for your enjoyment some chocolate samples of our new company called Xocolate (pronounced *show-ko-lot*). We use only the finest chocolate and blend it with the freshest ingredients available, such as day-fresh cream and butter, fresh fruits and flavorings, and premium nuts. Our chocolates and truffles are then handcrafted using traditional methods of forming, tempering and coating. We've included assorted chocolates in various package sizes, and both English and white chocolate macadamia toffee.

We currently have one retail shop in Salt Lake City and wholesale to the Sundance Catalog Company, various specialty retail and coffee shops, and boutique hotels. We are a young company and are looking for additional avenues for marketing and co branding our products.

Considering your background and expertise, any feedback and ideas would be greatly appreciated. Enjoy the samples!

Cordially,

Cambria Judd
Director of Sales and Marketing

000051

Although many may think of chocolate as a modern sweet candy, its use actually dates back to the ancient people of Mesoamerica who drank a bitter chocolate beverage as early as 250 A.D. Introduced to the Aztecs through trade with the Mayans, the beans of the cacao (*kah-kou*) tree were harvested, fermented, roasted and blended into paste. With the addition of water, spices, corn meal and chili peppers, this mixture made a frothy drink called Xocolatl, meaning "bitter water."

The Aztec and Mayan men would typically partake of Xocolatl during ceremonial rituals, and used the precious cacao seeds as an offering to the Gods.



Aztecs preparing Xocolatl, a bitter drink made from cocoa beans, which was later introduced to Europe.

Cortez introduced Europe to the custom of drinking this "liquid gold" following the Spanish conquest of Mexico in 1521. Sweetened with sugar and vanilla the Spanish royalty secretly consumed this beverage for over 100 years. However, eating chocolate was not introduced until 1674. And for another 150 years it remained a European symbol of wealth and power, reserved only for banquets and special celebrations. Since the 1800s, improvements in transportation and manufacturing methods have contributed to chocolate's "coming of age" as the candy we know and love today.

At Xocolate (pronounced show · ko · lot) we find inspiration by remembering the past. We begin by blending the highest quality chocolate with the freshest ingredients available, such as day-fresh cream and butter, fresh fruits and flavorings, and premium nuts. Our signature chocolates and truffles are then painstakingly handcrafted using Old World methods of tempering, forming and coating. This eliminates the need for preservatives and additives to give the finished product its beautiful luster and snap.



"This company has grown out of a tradition of making chocolates and candy with my mom during the holidays and personally delivering them to friends and loved ones. Although the compliments our chocolates received were flattering, what I treasured most was the time our family spent together in the kitchen."

Xocolate is a celebration of this family tradition — an offering to be shared on special occasions, as in ancient times, with those who deserve the very best. Our meticulous techniques take longer, but we think it is worth it, and hope you will appreciate the difference!"

Randy Reed

XOCOLATE

2431 S. Highland Drive

Salt Lake City, UT 84106

Phone (801) 487-2802

Fax (801) 487-2804

Order toll-free 1-800-896-2720

www.xocolate.com

Chocolate Assortment

A one-pound box of artisan chocolates and delectable truffles hand selected from our present reserve. Milk and dark varieties include cream centers, caramels, and nuts.

Chocolate Sampler

Savor the quality of our hand-crafted chocolates and truffles with this half-pound mélange.

Toffee

Our buttery toffee is slow cooked in small batches, and covered with exceptional chocolate and perfectly roasted almonds. See why one pound never lasts long!

Dipped Fruit

A beautiful assortment of dried apricots, mangoes, papaya, pluots and peaches delicately submerged in chocolate.

Truffles

Day-fresh cream, butter and the finest chocolate are subtly blended with natural flavors such as lemon, orange, pineapple, raspberry, mint, almond, and coffee.

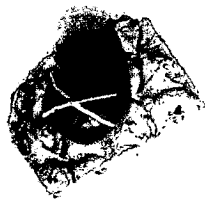
Truffle Solo or Duo's

These individually boxed truffles are always a favorite for weddings, parties and other special occasions.

Gift Basket

An exquisite gift! This beautifully arranged basket contains a one-pound box of assorted chocolates, twelve delicious truffles, a one-pound tin of toffee, a beautiful glass container of dipped fruit and a bag of wrapped, soft caramels.

All of our products are artfully packaged and detailed with a fine ribbon. Custom assortments are also available upon request.



Pina

A bittersweet truffle blended with
fruity pineapple and coconut



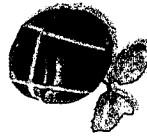
Frambuesa

A mixture of fresh cream,
Venezuelan cocoa and raspberries



Limonada

A rich dark chocolate ganache
with fresh lemon zest



Menta

A delicate chocolate buttercream
with a hint of mint



Loco Loco

A vanilla cream center with
moist shredded coconut



Latte

A milk chocolate cream center
with a splash of Keoke coffee



Saramela

Layers of soft caramel and
marshmallows surrounded by rich
dark chocolate



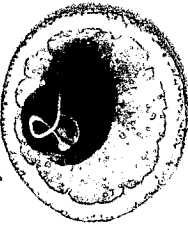
Macadamia Trio

Three whole macadamia nuts
enrobed in smooth dark chocolate



Coco Pies

A milk chocolate truffle with a
touch of rum and cardamom



Drangelle

An airy dark chocolate truffle
blended with fresh orange



Mani

A crisp peanut buttercream dipped in
milk chocolate topped with peanut bits



Mandelay

A luscious fusion of Mandarin orange,
cranberry, heavy cream and chocolate



Domingo

A vanilla and peppermint
buttercream coin dipped in dark
chocolate



Montalvo

Our classic chocolate buttercream
covered in milk or dark chocolate



Penuche

A velvety center of blended
chocolates, brown sugar and maple



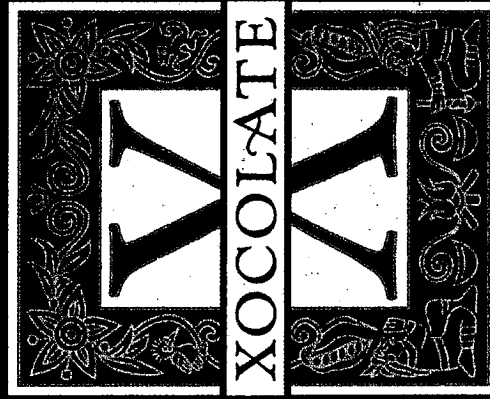
Tortuga

A caramel and Georgia pecan turtle
hiding inside a milk chocolate shell

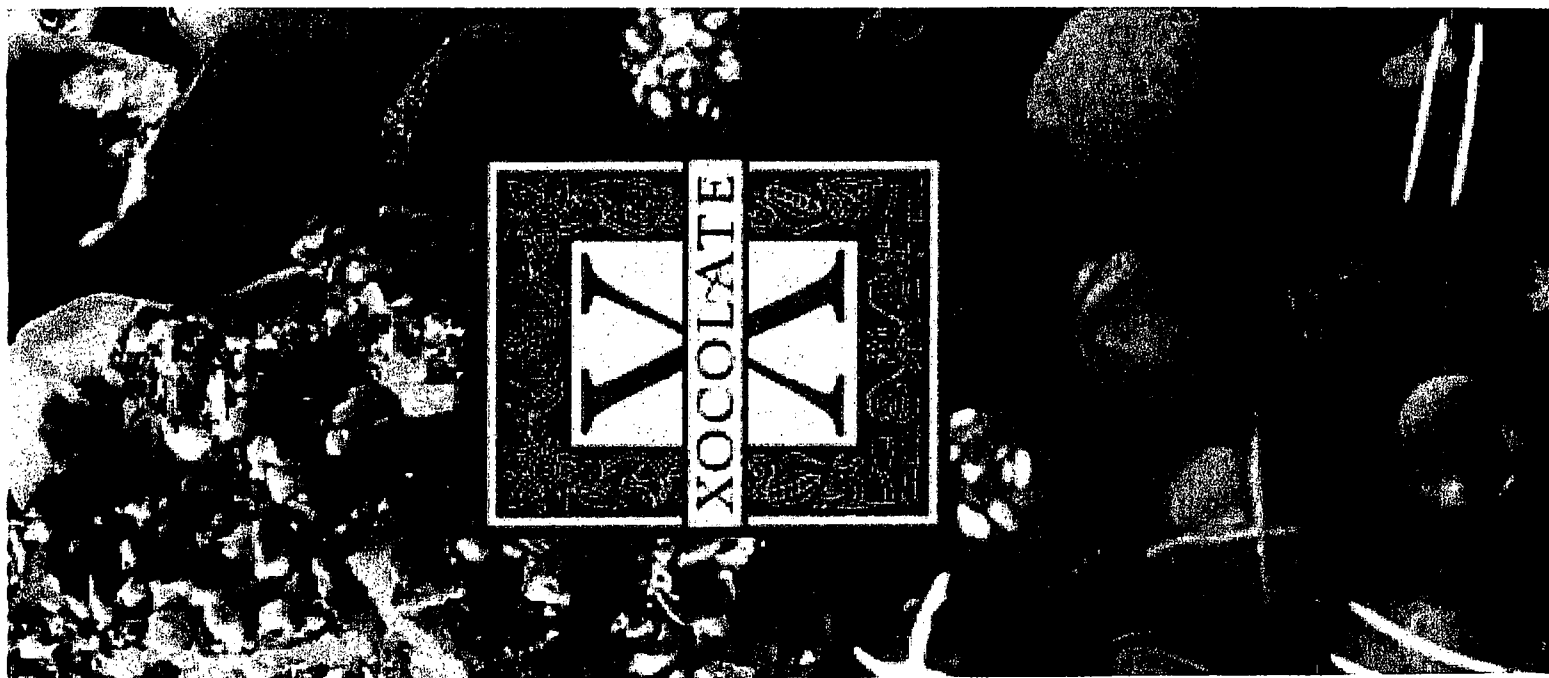


Carmelia

A smooth, buttery caramel square
covered in either milk or dark
chocolate



000075



Pina

A bittersweet truffle blended with
fruity pineapple and coconut



Frambuesa

A mixture of fresh cream,
Venezuelan cocoa and raspberries



Limonada

A rich dark chocolate ganache
with fresh lemon zest



Merita

A delicate chocolate buttercream
with a hint of mint



Loco Loco

A vanilla cream center with
shredded coconut



Pistache

Venezuelan milk chocolate creamed
with finely ground pistachios



Latte

A milk chocolate cream center with
a splash of Kona coffee



Isabella

An intense dark chocolate ganache
dusted with cocoa powder



Caramelo

Layers of soft caramel and marshmal-
low surrounded by rich dark chocolate



Grandaja

A praline center of chocolate and
hazelnuts sprinkled with almonds



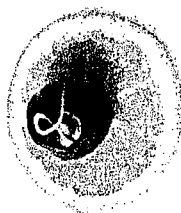
Macadamia Trio

Three whole macadamia nuts
enrobed in smooth dark chocolate



Oldo Pies

A milk chocolate truffle with a
suggestion of rum and cardamom



Orangelle

An airy dark chocolate truffle
blended with fresh orange



Mani

A crisp peanut buttercream dipped in
milk chocolate, topped with peanut bits



Peruella

A creamy center with blended
chocolates, brown sugar and maple



Tortuga

A turtle in its shell...
a ball soft caramel and Georgia
pecans covered in milk chocolate



Carmelita

Soft, buttery caramel squares covered
in either milk or dark chocolate

000053

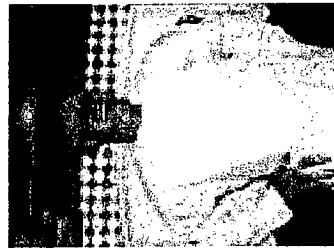
Although many may think of chocolate as a modern sweet candy, its use actually dates back to the ancient people of Mesoamerica who drank chocolate as a bitter beverage as early as 250 A.D. Introduced to the Aztecs by the Mayans through trade, the beans of the cacao (*kah-kou*) tree were harvested, fermented, roasted and blended into paste. With the addition of water, spices, corn meal and chili peppers, this mixture made a frothy drink called Xocolatl or "bitter water". The Aztecs and Mayans would typically partake of Xocolatl during ceremonial rituals, and used the precious cacao seeds as offerings to the Gods.



During the Spanish conquest of Mexico in 1521, Cortez recognized the value of the beans and brought them, with the accompanying custom of drinking chocolate, to Europe. It was sweetened with sugar, an ingredient not available to the Mayan and Aztec people, and secretly consumed by the Spanish royalty for 100 years.

Eating chocolate was not introduced until 1674. Still, for another 150 years it remained a European symbol of wealth and power, reserved only for special feasts and celebrations. From 1800 to the present, chocolate's "coming of age" has been attributed to improvements in transportation and manufacturing methods.

Xocolate (pronounced show-ko-lat) we believe that by remembering the past we can find inspiration for the flavors of today. We begin by blending the highest quality chocolate and the freshest ingredients available...day fresh cream and butter, fresh fruits and flavorings, and premium nuts. Our signature chocolates and truffles are then handcrafted using Old World methods of tempering, forming and coating. This eliminates the need for preservatives and additives to give the finished product its beautiful luster and snap.



"This company has grown out of a tradition of making chocolates and candy with my mother during the holidays. We would then personally deliver them to friends and loved ones. Although the compliments our chocolates received were flattering, what I treasured most was the time spent in the kitchen with family. Xocolate is a celebration of that tradition — an offering to be shared on special occasions, as in ancient times — with those who deserve the very best. Our meticulous techniques take longer, but we think it is worth it, and hope you will appreciate the difference!"

Ruby Reed

XOCOLATE

2431 S. Highland Drive

Salt Lake City, UT 84106

Phone (801) 487-2802

Fax (801) 487-2804

Order toll free 1-800-896-2720

www.xocolate.com

Chocolate Assortment
A one pound box of milk and dark artisan chocolates and truffles hand selected from our present reserve. Includes cream centers, caramels, nuts, and delectable truffles.

Chocolate Sampler
A perfect way to experience the caliber of our handcrafted chocolates and truffles with this 8 ounce mélange.

Toffee
Our buttery toffee is slow cooked in small batches, and covered with exceptional chocolate and perfectly roasted almonds. See why one pound never lasts long!

Dipped Fruit
A seasonal assortment of beautiful dried fruits delicately submerged in chocolate, presently including apricots, mangoes, papaya, plums and peaches.

Truffles
Day fresh cream, butter and the finest chocolate are subtly blended with natural flavors such as lemon, orange, pineapple, raspberry, mint, almond, and coffee.

Truffle Solo or Quartet
Individual boxes, perfect for weddings, parties and all other special occasions.

Gift Basket
An exquisite gift! This beautifully arranged basket contains a one pound box of assorted chocolates, twelve delicious truffles, a one pound tin of toffee, a beautiful glass container of dipped fruit and a bag of wrapped, soft caramels.

All of our products are artfully packaged and detailed with a fine ribbon. Custom assortments are also available upon request.

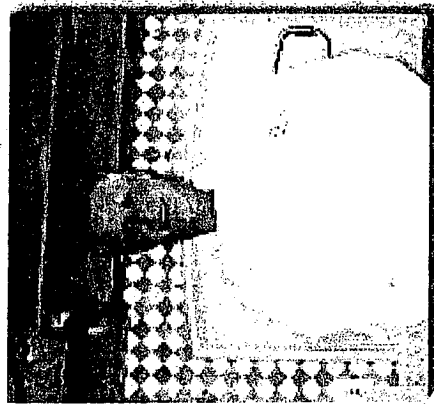
Although we tend to think of chocolate as a modern sweet candy, it dates back to the ancient people of Mesoamerica who drank chocolate as a bitter beverage as early as 250 A.D. The Mayans traded with the Aztecs and introduced them to the beans of the cacao (kah-kow) tree. The beans were harvested, fermented, roasted and blended into paste. With the addition of water, spices, corn meal and chili peppers, this mixture made a frothy drink called Xocolatl (meaning "bitter water"). During the Spanish conquest of Mexico in 1521, Cortez recognized the value of the beans and brought them, with the accompanying custom of drinking chocolate, to Europe. It was sweetened with sugar, an ingredient not available to the Mayan and Aztec, and secretly consumed by the Spanish royalty for 100 years.

It wasn't until 1674 that eating chocolate was introduced. Still for another 150 years it remained a European symbol of wealth and power and was reserved for special occasions and ceremonies. From 1800 to the present, chocolate's "coming of age" is attributed to improvements in transportation and manufacturing methods. Unfortunately, the commercialization and accessibility to the masses has also created a lowering of standards. The percentage of the actual cocoa has diminished, and additives and emulsifiers have been introduced to preserve shelf life and enhance the appearance of the chocolate.



000055

At Xocolate (pronounced *chow-ko-lay*) we look at the past to move forward. Our aim has always been to blend the finest chocolate with ingredients and flavors available. We use day fresh cream and butter from a small local dairy. Premium fruit and nuts... (add). Our signature chocolates and truffles are handcrafted using Old World methods of tempering and preparation. This eliminates the need for preservatives and additives to give the finished product their beautiful luster and snap. Many of today's "fine" chocolates have been sitting on shelves or in storage for weeks, even months, prior to reaching your home. Our methods are slower and less economical, but we think it is worth it, and know you will taste the difference. Our chocolates are best if enjoyed within days of arrival. HELP



Chocolatier Randy Judd still uses recipes and techniques taught to him by his mother Gayle 24 years ago.



*Premium Handmade
Chocolates
from the Something
in the World*

XOCOLATE

2431 S. Highland Drive
Salt Lake City, UT 84106

Phone 801-487-2802

Fax 801-487-2804

Order toll free 1-800-896-2720

www.xocolate.com



Pina

A bittersweet truffle blended with
fruity pineapple and coconut



Frambuesa

A mixture of fresh cream, superior
61 percent cocoa and raspberries



Limonada

A rich dark chocolate ganache
with fresh lemon zest



Montu

A delicate chocolate buttercream
with a hint of mint



Coco Loco

A vanilla cream center with
shredded coconut



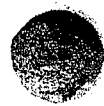
Pistache

Venezuelan milk chocolate cream
with pistachios



Latte

A milk chocolate cream center with
a suggestion of Koko coffee



Tirola

An intense dark chocolate ganache
enrobed and dusted with cocoa powder



Caramelo

Layers of soft caramel and marshmal-
low surrounded by rich dark chocolate



Guindija

A praline center of chocolate and
hazelnuts dusted with almonds



Mani

A crisp peanut buttercream dipped in
milk chocolate topped with peanut bits



Orangello

An airy dark chocolate truffle
blended with fresh orange



Orto Riso

A milk chocolate truffle with a
subtle taste of rum and cardamom



Macadamia Trio

Three whole macadamia nuts
enrobed in smooth dark chocolate



Penuche

A creamy center with blended
chocolates, maple and walnuts



Montalvo

Our classic chocolate buttercream
covered in milk or dark chocolate



Tortuga

A turtle in its shell...
a ball of soft caramel and Georgia
pecans covered in milk chocolate



Carmelita

Soft, buttery caramel squares covered
in either milk or dark chocolate

000056

RECEIVED

JUL 19 2002

Utah Div. of Corporations & Comm. Code

ARTICLES OF ORGANIZATION OF

XOCOLATE, LLC

The undersigned person, acting as manager of a limited liability company under the Utah Revised Limited Liability Company Act, adopts the following Articles of Organization for such limited liability company:

1. Name of the Limited Liability Company. The name of the limited liability company is:

XOCOLATE, LLC.

2. Business Purposes For Which the Limited Liability Company is Organized. The purposes for which the limited liability company is organized are:

a) To enter into any lawful arrangement for sharing profits, union of interest, reciprocal association or cooperative association, partnership, individual or other legal entity for the carrying on of any business and to enter into any general or limited partnership for the carrying on of any business.

b) To engage in any other lawful business activities for which limited liability companies may be organized pursuant to the Utah Limited Liability Company Act.

3. Registered Office and Registered Agent. The street address of the Limited Liability Company's initial registered office is:

1041 South Military Drive
Salt Lake City, Utah 84105

Date: 07/19/2002

Receipt Number: 627668

Amount Paid: \$575.00

000057



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WHOIS Database Search

WHOIS Search Results for: XOCOLATE.COM

This domain is NOT Available

Enter another domain to check.

www.

.com

G

The data contained in Go Daddy Software, Inc.'s WHOIS database, while believed by the company to be reliable, is provided "as is" with no guarantee or warranties regarding its accuracy. This information is provided for the sole purpose of assisting you in obtaining information about domain name registration records.

Any use of this data for any other purpose is expressly forbidden without the prior written permission of Go Daddy Software, Inc. By submitting an inquiry, you agree to these terms of usage and limitations of warranty. In particular, you agree not to use this data to allow, enable, or otherwise make possible, dissemination or collection of this data, in part or in its entirety, for any purpose, such as the transmission of unsolicited advertising and solicitations of any kind, including spam. You further agree not to use this data to enable high volume, automated or robotic electronic processes designed to collect or compile this data for any purpose, including mining this data for your own personal or commercial purposes.

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Registrant:

Xocolate

2431 S. Highland Drive

Salt Lake City, Utah 84106

United States

Registered through: GoDaddy.com (<http://www.godaddy.com>)

Domain Name: XOCOLATE.COM

Created on: 17-May-02

Expires on: 17-May-05

Last Updated on: 14-Nov-02

Administrative Contact:

Judd, Randy service@xocolate.com

Xocolate

2431 S. Highland Drive

Salt Lake City, Utah 84106

United States

801-487-2802

Fax -- 801-487-2804

Technical Contact:

Judd, Randy service@xocolate.com

Xocolate

2431 S. Highland Drive

Salt Lake City, Utah 84106

United States

801-487-2802

Fax -- 801-487-2804

Domain servers in listed order:

NS.EZ-WEB-HOSTING.COM

NS1.EZ-WEB-HOSTING.COM

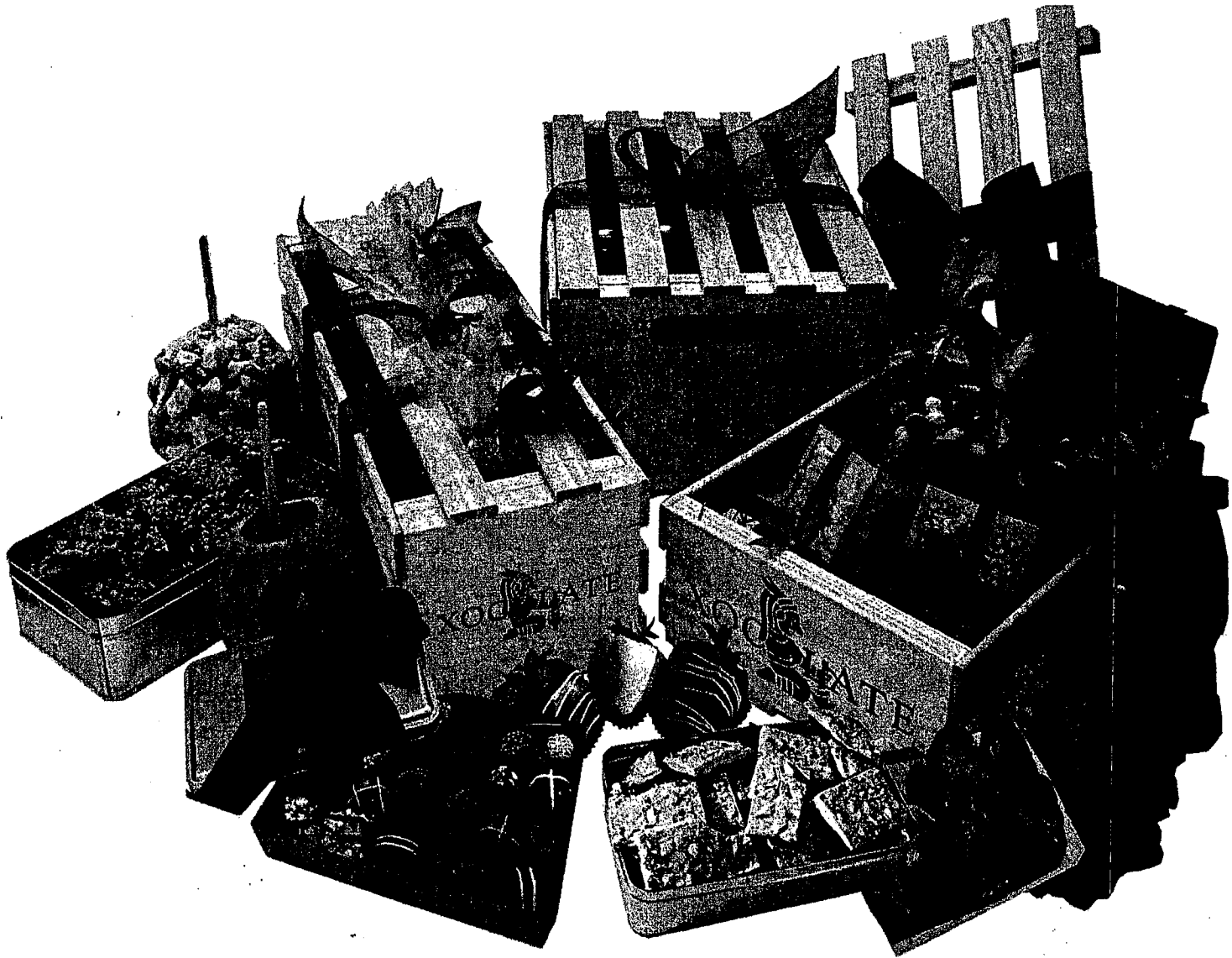
This domain is NOT Available

000058

Holiday Gifts

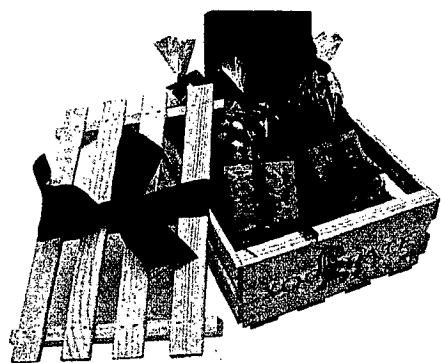
by

XOCOLATE



000059

Incredible Gift Crates

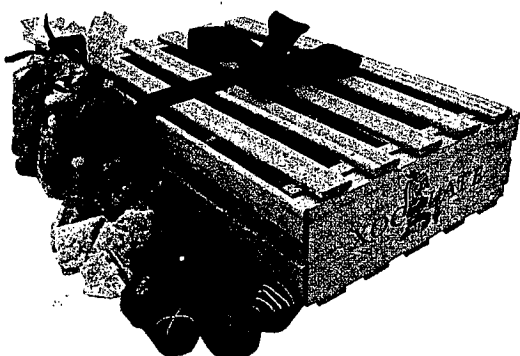


Sampler Crate

\$36

This great gift includes boxes of our fine chocolates, English toffee and Macadamia Toffee. Plus bags of chocolate covered coffee beans and chocolate covered blueberries, apricots and cherries.

Shipping \$9

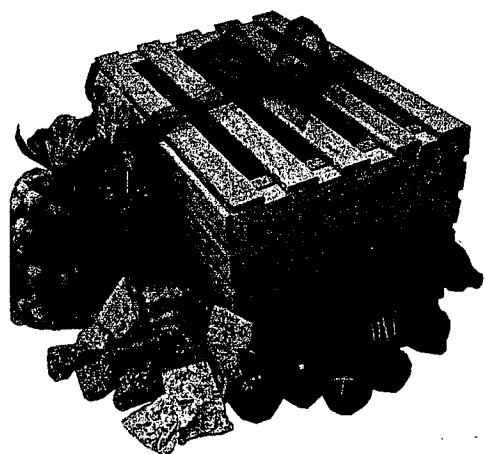


Xocolate Holiday Crate

\$54

Perfect for a deserving friend, associate or client. Boasts a box of chocolates, a tin of English toffee, a box of Macadamia toffee, a box of assorted dried fruit submerged in chocolate. Also includes dark, milk and cappuccino espresso beans, cinnamon sugar almonds, and a festive bag of chocolate covered berries.

Shipping \$11

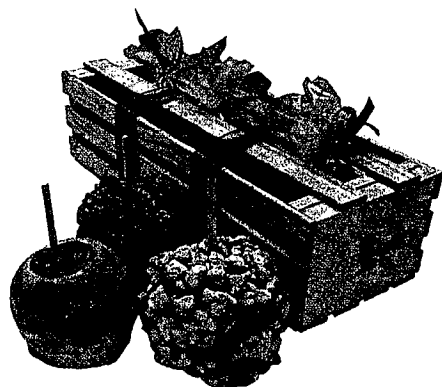


The Connoisseur Crate

\$85

Designed for the serious chocolate lover, this fruit crate is loaded with a large box of fine chocolates, one pound each of English and Macadamia toffee, boxes of peppermint bark and chocolate dipped fruit, and generous bags of chocolate covered espresso beans, cinnamon sugared almonds and chocolate covered blueberries, cherries and apricots.

Shipping \$13



Caramel Apple Crate

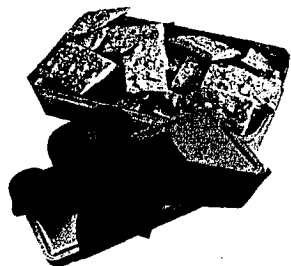
\$24

Three giant Fuji apples covered in homemade caramel then dipped in premium chocolate. Specify three from the following: plain, white chocolate cinnamon, chocolate with toasted almonds, triple chocolate, English toffee or white chocolate Macadamia toffee.

Shipping \$9

000076

Chocolates, toffee and fruit

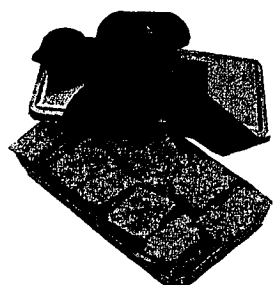


Peppermint Bark

\$14

White and dark chocolate topped with the cool flavor of crushed peppermint. One pound in a ribbon tied tin.

Shipping \$6

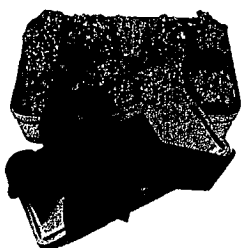


Macadamia Toffee

\$18

Our mellow toffee coated in white chocolate and toasted macadamias. One pound in a gift tin.

Shipping \$6

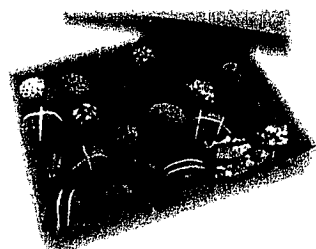


English Toffee

\$16

Buttery toffee slow cooked in small batches. Covered with milk chocolate and roasted almonds. One pound in a tin.

Shipping \$6

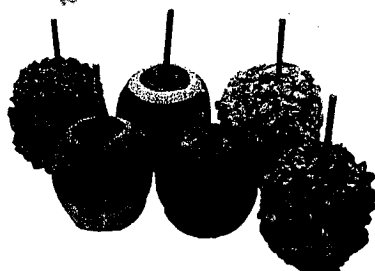


Assorted Chocolates

\$13 or \$24

Box of artisan chocolates hand dipped in milk and dark chocolates. Includes cream centers and soft caramels. Boxed in one or half pound.

Shipping \$6

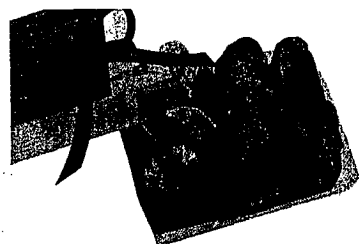


Gourmet Caramel Apples

\$7 ea.

Enormous Fuji apples covered in homemade caramel—white choc. cinnamon, plain, triple chocolate, milk choc. almond, English and macadamia toffee. One and a half pounds each!

call on shipping



Chocolate dipped fruit

\$14

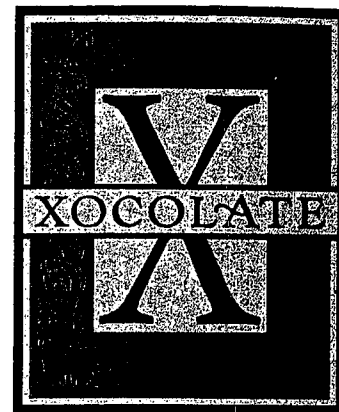
A beautiful assortment of dried apricots, mangoes, papaya, pluots and peaches dipped in chocolate. One half pound.

Shipping \$5

000077

About XOCOLATE

At Xocolate (pronounced *show-ko-lot*) we use only the highest quality chocolate and freshest ingredients available, such as day fresh cream and butter, fresh fruits and premium nuts. Our signature chocolates are handcrafted using Old World methods of forming, tempering and coating. Because we don't mass produce our creations months in advance, we recommend placing Holiday orders early to ensure availability.



Corporate Orders and Local Delivery

We will gladly deliver your complete order to your office or deliver your gifts individually within our local delivery area. Delivery charge is \$5 per destination. We will gladly include your company gift cards or provide one at no charge. Call about corporate discounts based on volume.

Shipping Information

Pricing is based on ground shipping within the Continental U.S. Hawaii and Alaska is an additional \$5.00 per destination. Please call Customer Service at 800-896-2720 or 801-487-2802 for overseas price quotes.


Our Guarantee

At Xocolate we guarantee satisfaction. If for whatever reason you or your recipient is not completely satisfied, we will gladly refund or exchange any purchase. Simply call us at 800-896-2720 so that we can help.

Visit our Store

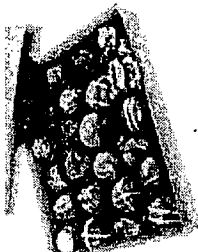
Our retail shop is located at 2431 So. Highland Drive and is open Monday-Saturday from 10:00 am to 6:00 pm. Come by for free samples, tasting, or to have us help you personally with you Holiday gift requests.

000078



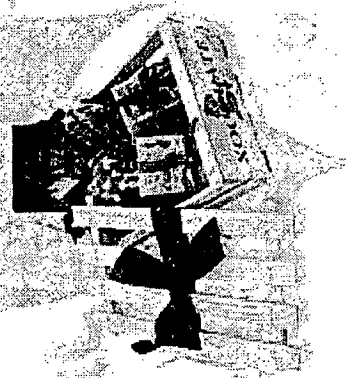
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Give the gift of XOCOLATE



At Xocolate (pronounced show • ko • lot) we gather inspiration from chocolate's earliest roots. Cortes was intrigued by the Aztec consumption of a drink called Xocolatl made from precious beans of the theobroma cacao, Latin for "Food of the Gods". This frothy beverage was typically reserved for special occasions and ceremonial rituals. Chocolate as we know it has undergone countless transformations over the centuries, but it remains an offering, a celebration, to be shared with those who deserve the very best.

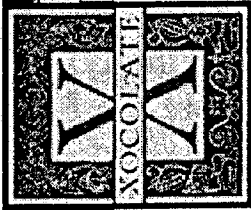
We take the highest quality chocolate and blend it with freshest ingredients available, such as day-fresh cream and butter, fresh fruits and premium nuts. Our signature chocolates and truffles are then painstakingly hand-crafted using Old World methods of forming, tempering and coating. This eliminates the need for preservatives and commercial additives to give our candy its beautiful luster and snap. We invite you to peruse our site and creations, and to sample firsthand chocolates that are fresh, unpretentious, and befitting of our name and chocolate's unique heritage.



Gift Crates

Look at our new gift crates that make great holiday gifts for friends, family and clients.

000060



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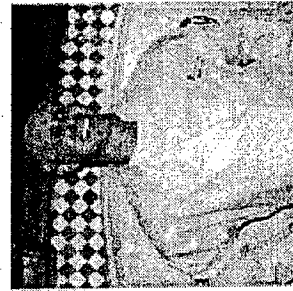
About XOCOLATE

The History of Chocolate

At Xocolate (pronounced show "ko" lot) we gather inspiration from chocolate's earliest roots. Cortes was intrigued by the Aztec consumption of a drink called Xocolatl made from precious beans of the theobroma cacao, Latin for "food of the Gods". This frothy beverage was typically reserved for special occasions and ceremonial rituals.



Cortes introduced Europe to the custom of drinking this "liquid gold" following the Spanish conquest of Mexico in 1521. Sweetened with sugar and vanilla the Spanish royalty secretly consumed this beverage for over 100 years. However, eating chocolate was not introduced until 1674. And for another 150 years it remained a European symbol of wealth and power, reserved only for banquets and special celebrations. Since the 1800's, improvements in transportation and manufacturing methods have contributed to chocolate's "coming of age" as the candy we know and love today.



The History of Xocolate

"This company has grown out of a tradition of making chocolates and candy with my mom during the holidays and personally delivering them to friends and loved ones. Although the compliments our chocolates received were flattering, what I treasured most was the time our family spent together in the kitchen. Xocolate is a celebration of this family tradition - an offering to be shared on special occasions, as in ancient times, with those who deserve the very best. Our chocolates are handcrafted, and although our meticulous techniques take longer, we think it is worth it, and hope you will appreciate the difference!"

Randy Judd

000061



000062



Home About Xocolate Our Products Gift Crates Chocolates Order Info Contact Us

ProductsXOCOLATE



Peppermint Bark

White and dark chocolate topped with the cool flavor of crushed peppermint.

\$15 - One pound in a ribbon tied tin



Macadamia Toffee

Our mellow toffee coated in white chocolate and toasted macadamias.

\$21 - One pound in a gift tin.



English Toffee

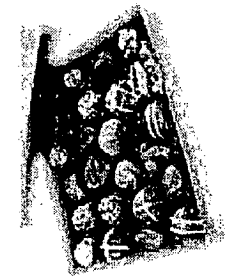
Buttery toffee slow cooked in small batches. Covered with milk chocolate and roasted almonds.

\$17 - One pound in a tin.

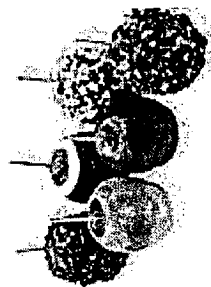
Mixed Chocolates

Box of artisan chocolates hand dipped in milk and dark chocolates. Includes cream centers and soft caramels.

000063



\$13 -half pound or \$24 -one pound.



Ground Caramel Apples

Enormous Fuji apples covered in homemade caramel—white choc. cinnamon, plain, triple chocolate, milk choc. almond, English and call on macadamia toffee.

\$7.50 ea - One and a half pounds each!



Chocolate dipped fruit

A beautiful assortment of dried apricots, mangoes, papaya, pluots and peaches dipped in chocolate.


\$14 - One half pound.

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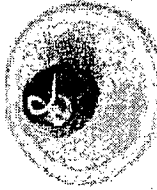



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[Home](#)
[About Xocolate](#)
[Our Products](#)
[Gift Crates](#)
[Chocolates](#)
[Order Info](#)
[Contact Us](#)

Varieties XOCOLATE

- | | | | |
|---|--|--|---|
|  |  |  |  |
| <i>Pineapple</i>
A bittersweet truffle blended with fruity pineapple and coconut | <i>Macadamia</i>
A mixture of fresh cream, Venezuelan cocoa and raspberries | <i>Macadamia Nuts</i>
Three whole, roasted macadamia nuts enrobed in smooth, dark chocolate | <i>Peppermint</i>
A vanilla and peppermint buttercream coin dipped in dark chocolate |
|  |  |  |  |
| <i>Lemon Zest</i>
A rich dark chocolate ganache with fresh lemon zest | <i>Mint</i>
A delicate chocolate buttercream with a hint of mint | <i>Rum</i>
A milk chocolate truffle with a touch of rum and cardamom | <i>Classic</i>
Our classic chocolate buttercream covered in milk or dark chocolate |
|  |  |  |  |
| <i>Coconut</i>
A vanilla cream center with moist shredded coconut covered in either milk or dark chocolate | <i>Pistachio</i>
White chocolate creamed with finely ground pistachios, covered in milk chocolate and sprinkled with pistachio bits | <i>Orange</i>
An airy dark chocolate truffle blended with fresh orange | <i>Maple</i>
A velvety center of blended chocolates, brown sugar and maple |

000067

*Latte*

A milk chocolate cream center with a splash of Keoke coffee

*Tachella*

An intense dark chocolate ganache, dipped in dark chocolate and dusted with cocoa powder

*Quadrifida*

A praline center of chocolate and hazelnuts sprinkled with almonds

*Caravats*

Layers of soft caramel and marshmallow surrounded by rich, dark chocolate

*Mami*

A crisp peanut buttercream dipped in milk or dark chocolate and topped with peanut bits

*Mandarin*

A luscious fusion of Mandarin orange, cranberry, heavy cream and chocolate, covered in milk chocolate and topped with a bit of cranberry

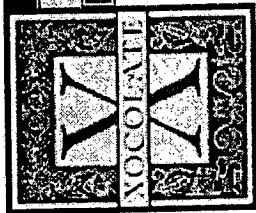
*Tadiga*

A caramel and Georgia pecan turtle hiding inside a milk chocolate shell

*Caravats*

A smooth, buttery caramel square covered in either milk or dark chocolate

000068



[Home](#)
[About Xocolate](#)
[Our Products](#)
[Gift Crates](#)
[Chocolates](#)
[Order Info](#)
[Contact Us](#)

Order XOCOLATE

How to place an order

Call toll Free - 800-896-2720 Mon.-Sat. 10:00 am - 7:00 pm MST
 Fax your order to 801-487-2804 anytime (click on order form link below)

Corporate Orders and Local Delivery

We will gladly deliver your complete order to your office or deliver your gifts individually within our local delivery area. Delivery charge is \$8 per destination. We will gladly include your company gift cards or provide one at no charge. Call about corporate discounts based on volume.

Shipping Information

Please call Customer Service at 800-896-2720 or 801-487-2802 for actual shipping costs based on your destination. Pricing is based on ground shipping within the Continental U.S. Hawaii and Alaska is an additional \$5.00 per destination.

Our Guarantee

At Xocolate we guarantee satisfaction. If for whatever reason you or your recipient is not completely satisfied, we will gladly refund or exchange any purchase. Simply call us at 800-896-2720 so that we can help.

Visit our Store

Our retail shop is located at 863 East 700 South, Salt Lake City, Utah 84102 and is open Monday-Saturday from 10:00 am to 7:00 pm. Come by for free samples, tasting, or to have us help you personally with you Holiday gift requests.

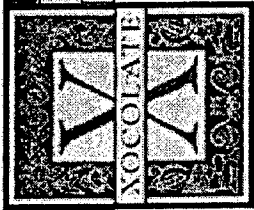


Printable Order Form

000069



000070



- Home
- About Xocolate
- Our Products
- Gift Crates
- Chocolates
- Order Info
- Contact Us

Contact XOCOLATE

Contact info

Visit our retail store, now featuring hot and chilled coffee and chocolate beverages, at:

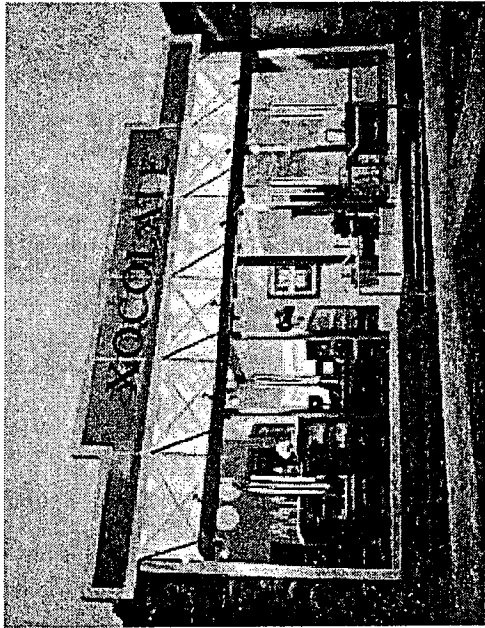
863 East 700 South,
Salt Lake City, UT 84102

Call us at: 801-487-2802

Fax us at: 801-487-2804

Order toll free: 800-896-2720

You may also email any questions or comments to:
service@xocolate.com



000071