

**.FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00**

**FILED**  
**May 14 1998 8:00am**  
**Secretary of State**

PROFIT CORPORATION ANNUAL REPORT <b>1998</b>		FLORIDA DEPARTMENT OF STATE <b>Sandra B. Mortham</b> Secretary of State DIVISION OF CORPORATIONS
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**DOCUMENT # 808002 (0)**

1. Corporation Name  
**SHELL OIL COMPANY**



Principal Place of Business <b>ONE SHELL PLAZA                  P O BOX 2463                  HOUSTON TX 77252</b>	Mailing Address <b>ONE SHELL PLAZA                  P O BOX 2463                  HOUSTON TX 77252</b>
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified <b>09/30/1949</b>	
21 Suite, Apt. #, etc.	22 City & State	26 Suite, Apt. #, etc.	27 City & State	4. FEI Number <b>13-1299890</b>	Applied For <input type="checkbox"/> Not Applicable
23 Zip	25 Country	29 Zip	30 Country	5. Certificate of Status Desired <input type="checkbox"/>	<b>\$8.75 Additional Fee Required</b>
9. Name and Address of Current Registered Agent				8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent <b>CT CORPORATION SYSTEM                  1200 S. PINE ISLAND ROAD                  PLANTATION FL 33324</b>			10. Name and Address of New Registered Agent		
			B1 Name		
			B2 Street Address (P.O. Box Number is Not Acceptable)		
			B3		
			B4 City	<b>FL</b>	B5 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE \_\_\_\_\_ (Signature, typed or printed name of registered agent and title if applicable) (NOTE: Registered Agent signature required when reinstating) DATE \_\_\_\_\_

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	<b>T</b> <input checked="" type="checkbox"/> DELETE	1.1 TITLE	<b>T</b> <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	<b>BOTTS, T M</b>	1.2 NAME	<b>S. K. HODGE</b>
STREET ADDRESS	<b>ONE SHELL PLAZA</b>	1.3 STREET ADDRESS	<b>ONE SHELL PLAZA</b>
CITY-ST-ZIP	<b>HOUSTON TX</b>	1.4 CITY-ST-ZIP	<b>HOUSTON, TX 77002</b>
TITLE	<b>C</b> <input type="checkbox"/> DELETE	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>CARUSO, N J</b>	2.2 NAME	
STREET ADDRESS	<b>ONE SHELL PLAZA</b>	2.3 STREET ADDRESS	
CITY-ST-ZIP	<b>HOUSTON TX</b>	2.4 CITY-ST-ZIP	
TITLE	<b>AS</b> <input type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>PAUL, S.J.</b>	3.2 NAME	
STREET ADDRESS	<b>ONE SHELL PLAZA</b>	3.3 STREET ADDRESS	
CITY-ST-ZIP	<b>HOUSTON TX</b>	3.4 CITY-ST-ZIP	
TITLE	<b>CS</b> <input type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>EDRINGTON, J B</b>	4.2 NAME	
STREET ADDRESS	<b>ONE SHELL PLAZA</b>	4.3 STREET ADDRESS	
CITY-ST-ZIP	<b>HOUSTON TX</b>	4.4 CITY-ST-ZIP	
TITLE	<b>VAS</b> <input type="checkbox"/> DELETE	5.1 TITLE	<b>AS</b> <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>HOWARD, T.J.</b>	5.2 NAME	
STREET ADDRESS	<b>ONE SHELL PLAZA</b>	5.3 STREET ADDRESS	
CITY-ST-ZIP	<b>HOUSTON TX</b>	5.4 CITY-ST-ZIP	
TITLE	<b>V</b> <input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>LACKEY, S A</b>	6.2 NAME	
STREET ADDRESS	<b>OEN SHELL PLAZA</b>	6.3 STREET ADDRESS	
CITY-ST-ZIP	<b>HOUSTON TX</b>	6.4 CITY-ST-ZIP	

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: *T J Howard* T J HOWARD 4/29/98 713/241-4461

CP2E034 (10/97)

**SHELL OIL COMPANY  
910 LOUISIANA  
HOUSTON, TX 77002  
(713) 241-6161**

**Officers**

**Philip J. Carroll  
President and Chief Executive Officer**

**Jack E. Little  
Executive Vice President  
(Exploration & Production)**

**J. M. Morgan  
Senior Vice President  
(Oil Products)**

**J. P. Parrish  
Senior Vice President  
(Services)**

**L. E. Sloan  
Senior Vice President  
(Chemical)**

**D. Gardy  
Vice President - Finance**

**S. A. Lackey  
Vice President and General Counsel**

**B. W. Levan  
Vice President (Human Resources)**

**S. C. Stryker  
Vice President and General Tax Counsel**

**S. E. Ward  
Vice President (Government Affairs)\*\***

**S. K. Hodge  
Treasurer**

**E. B. Kennair  
Assistant Treasurer**

**R. W. Leftwich  
Assistant Treasurer**

**N. J. Caruso  
Controller**

**J. B. Edrington  
Corporate Secretary**

**T. J. Howard  
Assistant Secretary**

**S. J. Paul  
Assistant Secretary**

\*\* 1401 Eye Street, N.W., Suite 1030, Washington, D.C. 20005.

Parenthetical expressions are descriptive of positions and not part of titles.

(November 17, 1997)

**SHELL OIL COMPANY  
910 LOUISIANA  
Houston, TX 77002**

**BOARD OF DIRECTORS**

**Joseph E. Antonini**

**Rand V. Araskog**

**Phillip J. Carroll**

**Robert F. Danell**

**C.A.J. Herkströter\***

**Jack E. Little**

**Vilma S. Martinez**

**M. Moody-Stuart**

**Harold A. Poling\*\***

**Gordon R. Sullivan**

**John F. Woodhouse**

\* Chairman  
\*\*Emeritus Director