


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

FILED

**May 01 1998 8:00am
Secretary of State**

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Northam Secretary of State DIVISION OF CORPORATIONS
--	---	---

DOCUMENT # 815565 (7)

1. Corporation Name
TEXAS INSTRUMENTS INCORPORATED



Principal Place of Business 10600 NORTH CENTRAL EXPRESSWAY P.O. BOX 850311, M/S 3998 DALLAS TX 75265 US	Mailing Address 10600 NORTH CENTRAL EXPRESSWAY P.O. BOX 850311, M/S 3998 DALLAS TX 75265 US
---	---

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21 8505 Forest Lane		2a. Mailing Address 26 8505 Forest Lane		3. Date Incorporated or Qualified 08/26/1961	
Suite, Apt. #, etc. 22		Suite, Apt. #, etc. 27		4. FEI Number 75-0289970	
City & State 23		City & State 28		5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
Zip 24	Country 25	Zip 29	Country 30	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	
9. Name and Address of Current Registered Agent CT CORPORATION SYSTEM 1200 S. PINE ISLAND ROAD PLANTATION FL 33324				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 CT CORPORATION SYSTEM 1200 S. PINE ISLAND ROAD PLANTATION FL 33324				10. Name and Address of New Registered Agent	
				81 Name	
				82 Street Address (P.O. Box Number is Not Acceptable)	
				83	
				84 City	FL 85 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 _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	P <input type="checkbox"/> DELETE	1.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	ENGIBOUS, THOMAS J	1.2 NAME	
STREET ADDRESS	10600-N-CENTRAL-EXPRESS	1.3 STREET ADDRESS	8505 Forest Lane
CITY-ST-ZIP	DALLAS TX	1.4 CITY-ST-ZIP	
TITLE	C <input type="checkbox"/> DELETE	2.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	ADAMS, JAMES R	2.2 NAME	
STREET ADDRESS	10600-N-CENTRAL-EXPRESS	2.3 STREET ADDRESS	8505 Forest Lane
CITY-ST-ZIP	DALLAS TX	2.4 CITY-ST-ZIP	
TITLE	D <input type="checkbox"/> DELETE	3.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BUSEY, JAMES B. IV	3.2 NAME	
STREET ADDRESS	10600-N-CENTRAL-EXPRESS-	3.3 STREET ADDRESS	8505 Forest Lane
CITY-ST-ZIP	DALLAS TX	3.4 CITY-ST-ZIP	
TITLE	GD <input type="checkbox"/> DELETE	4.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	FRONTERHOUSE, GERALD W.	4.2 NAME	
STREET ADDRESS	10600-N-CENTRAL-EXPRESS	4.3 STREET ADDRESS	8505 Forest Lane
CITY-ST-ZIP	DALLAS TX	4.4 CITY-ST-ZIP	
TITLE	VT <input type="checkbox"/> DELETE	5.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	AYLESWORTH, WILLIAM A.	5.2 NAME	
STREET ADDRESS	10600-N-CENTRAL-EXPRESS-	5.3 STREET ADDRESS	8505 Forest Lane
CITY-ST-ZIP	DALLAS TX	5.4 CITY-ST-ZIP	
TITLE	VS <input type="checkbox"/> DELETE	6.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	AGNICH, RICHARD, J	6.2 NAME	
STREET ADDRESS	10600-N-CENTRAL-EXPRESS-	6.3 STREET ADDRESS	8505 Forest Lane
CITY-ST-ZIP	DALLAS TX	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: *William A. Aylesworth* 4/15/98 877-87-101

CR2E034 (10/97)

**TEXAS INSTRUMENTS INCORPORATED
BOARD OF DIRECTORS AS OF
December 31, 1997**

James R. Adams	Chairman of the Board
David L. Boren	Director
James B. Busey IV	Director
Daniel A. Carp	Director
Thomas J. Engibous	President and Chief Executive Officer
Gerald W. Fronterhouse	Director
David R. Goode	Director
Wayne R. Sanders	Director
Gloria M. Shatto	Director
William P. Weber	Vice Chairman
Clayton K. Yeutter	Director

**TEXAS INSTRUMENTS INCORPORATED
OFFICERS AS OF
December 31, 1997**

James R. Adams	Chairman of the Board
Thomas J. Engibous	President and Chief Executive Officer
William P. Weber	Vice Chairman
Gary D. Clubb	Executive Vice President
David D. Martin	Executive Vice President
Richard K. Templeton	Executive Vice President
Richard J. Agnich	Senior Vice President, Secretary and General Counsel
William A. Aylesworth	Senior Vice President, Treasurer and Chief Financial Officer
Charles F. Nielson	Vice President
Elwin L. Skiles, Jr.	Vice President

The address of the above-named Directors and Officers is:
8505 Forest Lane, P.O. Box 660199, M/S 8658
Dallas, TX 75266-0199

Terms Expire:
All are elected annually until successors are duly qualified.