


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

FILED
May 12, 1999 8:00 am
Secretary of State

05-12-1999 90010 034 ***150.00

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PROFIT CORPORATION ANNUAL REPORT 1999		FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # 815565
 1. Corporation Name
TEXAS INSTRUMENTS INCORPORATED



Principal Place of Business 8505 FOREST LANE P.O. BOX 650311. M/S 3998 DALLAS TX 75265 US	Mailing Address 8505 FOREST LANE P.O. BOX 650311. M/S 3998 DALLAS TX 75265 US
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip Country 24	2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip Country 29	30
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3. Date Incorporated or Qualified 08/26/1961	4. FEI Number 75-0289970	Applied For <input type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required	
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees	
8. This corporation owes the current year Intangible Personal Property Tax. <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 _____ DATE _____
Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS

TITLE	P <input type="checkbox"/> DELETE
NAME	ENGIBOUS, THOMAS J
STREET ADDRESS	8505 FOREST LANE
CITY-ST-ZIP	DALLAS TX
TITLE	C <input type="checkbox"/> DELETE
NAME	ADAMS, JAMES R
STREET ADDRESS	8505 FOREST LANE
CITY-ST-ZIP	DALLAS TX
TITLE	D <input type="checkbox"/> DELETE
NAME	BUSEY, JAMES B. IV
STREET ADDRESS	8505 FOREST LANE
CITY-ST-ZIP	DALLAS TX
TITLE	GD <input type="checkbox"/> DELETE
NAME	FRONTERHOUSE, GERALD W.
STREET ADDRESS	8505 FOREST LANE
CITY-ST-ZIP	DALLAS TX
TITLE	VT <input type="checkbox"/> DELETE
NAME	AYLESWORTH, WILLIAM A.
STREET ADDRESS	8505 FOREST LANE
CITY-ST-ZIP	DALLAS TX
TITLE	VS <input type="checkbox"/> DELETE
NAME	AGNICH, RICHARD, J
STREET ADDRESS	8505 FOREST LANE
CITY-ST-ZIP	DALLAS TX

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	Chairman, President & CEO	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME		
1.3 STREET ADDRESS		
1.4 CITY-ST-ZIP		
2.1 TITLE	Director	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME		
2.3 STREET ADDRESS		
2.4 CITY-ST-ZIP		
3.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME		
3.3 STREET ADDRESS		
3.4 CITY-ST-ZIP		
4.1 TITLE	Director	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME		
4.3 STREET ADDRESS		
4.4 CITY-ST-ZIP		
5.1 TITLE	Sr.VP, Treasurer & CFO	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME		
5.3 STREET ADDRESS		
5.4 CITY-ST-ZIP		
6.1 TITLE	Sr. VP, Sec. & General Counsel	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME		
6.3 STREET ADDRESS		
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, with all other like empowered.

SIGNATURE: William A. Aylesworth **William A. Aylesworth** 4/27/99 972-480-5097
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (1/198)

546816-90010-34
815565

**TEXAS INSTRUMENTS INCORPORATED
BOARD OF DIRECTORS AS OF
December 31, 1998**

James R. Adams	Director
David L. Boren	Director
James B. Busey IV	Director
Daniel A. Carp	Director
Thomas J. Engibous	Chairman of the Board
Gerald W. Fronterhouse	Director
David R. Goode	Director
Wayne R. Sanders	Director
Gloria M. Shatto	Director
Clayton K. Yeutter	Director

**TEXAS INSTRUMENTS INCORPORATED
OFFICERS AS OF
December 31, 1998**

Richard J. Agnich	Senior Vice President, Secretary and General Counsel
William A. Aylesworth	Senior Vice President, Treasurer and Chief Financial Officer
Thomas J. Engibous	Chairman, President, and Chief Executive Officer
Stephen H. Leven	Senior Vice President
Keh-Shew Lu	Senior Vice President
John Scarisbrick	Senior Vice President
Richard J. Schaar	Senior Vice President
Marvin S. Self	Senior Vice President and Controller
Elwin L. Skiles, Jr.	Senior Vice President
Richard K. Templeton	Executive Vice President
Teresa L. West	Senior Vice President
Delbert A. Whitaker	Senior Vice President
Thomas Wroe	Senior 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.