

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

FILED
May 16 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # 820331 (7)

1. Corporation Name
CONTINENTAL OIL COMPANY



Principal Place of Business PO BOX 1267 201 NO TOWER PONCA CITY OK 74802-1267 US	Mailing Address 800 N DAIRY ASHFORD ML 3146 HOUSTON TX 77079-1100 US
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3. Date Incorporated or Qualified 04/04/1967	3a. Date of Last Report 05/01/1996
4. FEI Number 73-0788910	Applied For 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 has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

2. Principal Place of Business	2a. Mailing Address
21 Suite, Apt. #, etc.	26 Suite, Apt. #, etc.
22 City & State	27 City & State
23 Zip Country	28 Zip Country
24	29 30

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
85 Zip Code

FL

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

TITLE	PD	<input type="checkbox"/> DELETE
NAME	DUNHAM, A W	
STREET ADDRESS	600 NO DAIRY ASHFORD	
CITY - ST - ZIP	HOUSTON TX	
TITLE	VT	<input type="checkbox"/> DELETE
NAME	ESPINOSA, M. W.	
STREET ADDRESS	600 N DAIRY ASHFORD	
CITY - ST - ZIP	HOUSTON TX	
TITLE	VPD	<input type="checkbox"/> DELETE
NAME	EDWARDS, G. W	
STREET ADDRESS	600 N. DAIRY ASHFORD	
CITY - ST - ZIP	HOUSTON TX	
TITLE	ASAT	<input type="checkbox"/> DELETE
NAME	HILL, O. D	
STREET ADDRESS	600 N. DAIRY ASHFORD	
CITY - ST - ZIP	HOUSTON TX	
TITLE	VPD	<input type="checkbox"/> DELETE
NAME	MCKEE, R. E III	
STREET ADDRESS	600 N DAIRY ASHFORD	
CITY - ST - ZIP	HOUSTON TX	
TITLE		<input type="checkbox"/> DELETE

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 CITY - ST - ZIP	
2.1 TITLE	<input 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	<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	
4.3 STREET ADDRESS	
4.4 CITY - ST - ZIP	
5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY - ST - ZIP	
6.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
6.2 NAME	Secretary
6.3 STREET ADDRESS	L.B. Cobb
6.4 CITY - ST - ZIP	600 N. Dairy Ashford Houston, TX 77079

14. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 199.07(3)(b), 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, unchanged, or on an attachment with an address.

SIGNATURE: *O.D. Hill* O.D. Hill Asst. Secretary 4-16-97
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (9/96)

281-293-4532

**CONTINENTAL OIL COMPANY
600 N. DAIRY ASHFORD, HOUSTON, TEXAS 77079
LIST OF OFFICERS AND DIRECTORS**

President & Director	A. W. Dunham	600 N. Dairy Ashford Houston, TX 77079
Vice President & Director	G. W. Edwards	600 N. Dairy Ashford Houston, TX 77079
Vice President & Director	R. E. McKee III	600 N. Dairy Ashford Houston, TX 77079
Vice President & Treasurer	M. W. Espinosa	600 N. Dairy Ashford Houston, TX 77079
Assistant Treasurer & Assistant Secretary	O. D. Hill	600 N. Dairy Ashford Houston, TX 77079
Secretary	L. B. Cobb	600 N. Dairy Ashford Houston, TX 77079
Assistant Secretary	J. O. Connell	600 N. Dairy Ashford Houston, TX 77079

TO SERVE UNTIL SUCCESSOR CHOSEN AND QUALIFIED

1/17/97