

FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00

1062

PROFIT CORPORATION ANNUAL REPORT 1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # **839757 (2)**

1. Corporation Name
~~PHIBRO ENERGY USA, INC.~~
BASIS PETROLEUM, INC.

nc 4-1-96



Principal Place of Business: 500 DALLAS AVE. SUITE 3200 HOUSTON TX 77002
Mailing Address: 500 DALLAS AVE. SUITE 3200 HOUSTON TX 77002

3. Date incorporated or Qualified: 12/30/1977
3a. Date of Last Report: 04/26/1995
4. FEI Number: 74-1834940
5. Certificate of Status Desired: \$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution: \$5.00 May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes: Yes No

2. Principal Place of Business (21-24)
2a. Mailing Address (25-28)
21 Suite, Apt. #, etc.
22 City & State
23 Zip
24 Country

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 (81-85)
81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83
84 City
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's signature is not needed when not changing)

12. OFFICERS AND DIRECTORS

TITLE	CPD	<input type="checkbox"/> DELETE
NAME	SERRA, JEFFREY	
STREET ADDRESS	500 DALLAS AVE. SUITE 3200	
CITY-ST-ZIP	HOUSTON TX 77002	
TITLE	VD	<input type="checkbox"/> DELETE
NAME	FLAVIN, ROBERT	
STREET ADDRESS	500 DALLAS AVE. SUITE 3200	
CITY-ST-ZIP	HOUSTON TX	
TITLE	SD	<input type="checkbox"/> DELETE
NAME	KUBICEK, WAYNE J.	
STREET ADDRESS	500 DALLAS AVE. SUITE 3200	
CITY-ST-ZIP	HOUSTON TX	
TITLE	VD	<input type="checkbox"/> DELETE
NAME	LEWIS, RONALD	
STREET ADDRESS	500 DALLAS AVE. SUITE 3200	
CITY-ST-ZIP	HOUSTON, TX 77002	
TITLE	T	<input type="checkbox"/> DELETE
NAME	DOBBINS, MARK	
STREET ADDRESS	500 DALLAS AVE. SUITE 3200	
CITY-ST-ZIP	HOUSTON, TX 77002	
TITLE	C	<input type="checkbox"/> DELETE
NAME	APPELT, STEVEN	
STREET ADDRESS	500 DALLAS AVE. SUITE 3200	
CITY-ST-ZIP	HOUSTON, TX 77002	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

11 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
12 NAME	
13 STREET ADDRESS	
14 CITY-ST-ZIP	
21 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
22 NAME	
23 STREET ADDRESS	
24 CITY-ST-ZIP	
31 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
32 NAME	
33 STREET ADDRESS	
34 CITY-ST-ZIP	
41 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
42 NAME	RICHARD J. DUSZYNSKI
43 STREET ADDRESS	
44 CITY-ST-ZIP	
51 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
52 NAME	
53 STREET ADDRESS	
54 CITY-ST-ZIP	
61 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
62 NAME	JIM D. DEIDIKER
63 STREET ADDRESS	
64 CITY-ST-ZIP	

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14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), 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: Ron A. Benavides
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

4/3/96

(713) 659-3525
Business Phone #

CR2E034 (12/95)

PHIBRO ENERGY USA, INC.
OFFICERS & DIRECTORS

<u>Name</u>	<u>Title</u>	<u>Director</u>
Jeffrey R. Serra	Chairman, President & Chief Executive Officer	Yes
Robert M. Flavin	Senior Vice President— Finance & Administration and CFO	Yes
Tamela W. Danner	Senior Vice President— Supply & Marketing	Yes
Thomas M. Hunton	Senior Vice President— Strategic Planning & Business Development	Yes
Richard J. Duszynski	Senior Vice President— Refining	Yes
Wayne J. Kubicek	Secretary & General Counsel	Yes
Frank R. LaPointe	Vice President— Refining— Houston	No
Joseph A. Concienne	Vice President— Refining— Texas City	No
Ralph L. Youngblood	Vice President— Refining— Louisiana	No
Richard A. McCalla	Vice President— Engineering Services	No
John P. Vonberg	Vice President— Gathering, Domestic Supply & Trading	No
Susan T. Bottom	Vice President— Health, Safety & Environmental	No
Theodore W. Robinson	Vice President— Refinery Petrochemicals & LPG's	No
Bruce L. Gress	Vice President— Wholesale Marketing	No
David Cartwright	Vice President— Merc Floor Broker	No
Mark W. Dobbins	Treasurer	No
David A. Cheadle	Assistant Treasurer	No
Jim D. Deidiker	Controller	No
Kenneth J. Stockel	Assistant Controller	No
Ross A. Benavides	Director of Taxes	No

Ross A. Benavides

Signee

Address of all the above officers & directors is:

500 Dallas, Suite 3200
Houston, TX 77002

Corporate Offices Phone No. is:

(713) 659-3525