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95 MAY -1 AM 10:15

CORPORATION
ANNUAL REPORT
1995



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

DOCUMENT # **841369** (2)
1. Corporation Name
PHELPS DODGE INTERNATIONAL CORPORATION

Principal Place of Business Mailing Address
**2600 N CENTRAL AVE
ATTN: TAX DEPT
PHOENIX AZ 85004-0014** **2600 N CENTRAL AVE
ATTN: TAX DEPT
PHOENIX AZ 85004-0014**

2. Principal Place of Business 2a. Mailing Address
21 26
Suite, Apt #, etc Suite, Apt #, etc
22 27
City & State City & State
23 28
Zip Country Zip Country
24 25 29 30

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified 3a. Date of Last Report
08/29/1978 **05/01/1994**

4. FEI Number Applied For
13-2575366 Not Applicable

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

9. Name and Address of Current Registered Agent
**UNITED STATES CORPORATION COMPANY
1201 HAYES STREET
STE 105
TALLAHASSEE FL 32301**

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 in capital letters of registered agent and date of appointment Name of Registered Agent (signature required when necessary) DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	D	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	RETHORE, BERNARD G	1.2 NAME	
STREET ADDRESS	2600 N. CENTRAL AVE	1.3 STREET ADDRESS	
CITY, ST, ZIP	PHOENIX AZ	1.4 CITY, ST, ZIP	
TITLE	D	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	WHISLER, J STEVEN	2.2 NAME	
STREET ADDRESS	2600 N. CENTRAL AVE	2.3 STREET ADDRESS	
CITY, ST, ZIP	PHOENIX AZ	2.4 CITY, ST, ZIP	
TITLE	PD	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	IRAOLA, MANUEL J	3.2 NAME	
STREET ADDRESS	2121 PONCE DE LEON BLVD.	3.3 STREET ADDRESS	
CITY, ST, ZIP	CORAL GABLES FL	3.4 CITY, ST, ZIP	
TITLE	T	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	LONGTO, FRANK J	4.2 NAME	
STREET ADDRESS	2600 N CENTRAL AVE	4.3 STREET ADDRESS	
CITY, ST, ZIP	PHOENIX AZ	4.4 CITY, ST, ZIP	
TITLE	D	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	RYAN, PATRICK J.	5.2 NAME	
STREET ADDRESS	2600 N. CENTRAL AVE	5.3 STREET ADDRESS	
CITY, ST, ZIP	PHOENIX AZ	5.4 CITY, ST, ZIP	
TITLE	D	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	YEARLEY, DOUGLAS	6.2 NAME	
STREET ADDRESS	2600 N. CENTRAL AVE	6.3 STREET ADDRESS	
CITY, ST, ZIP	PHOENIX AZ	6.4 CITY, ST, ZIP	

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 19.07(3)(a), 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: *[Signature]* **A. D. LUECHTEFELD** **5-01-95** **602 234-8100**
SIGNATURE AND TYPED NAME OF SIGNING OFFICER OR DIRECTOR Date Telephone Number

PHELPS DODGE INTERNATIONAL CORPORATION

841369

OFFICERS

<u>OFFICE</u>	<u>NAME</u>	<u>BUSINESS ADDRESS</u>
President	Manuel J. Iraola	2121 Ponce de Leon Blvd Coral Gables, FL 33134
Senior Vice President	Mario A. Andino	2121 Ponce de Leon Blvd Coral Gables, FL 33134
Senior Vice President	Julio Bague	2121 Ponce de Leon Blvd Coral Gables, FL 33134
Vice President - Legal and Secretary	Manuel Rodriguez-Fiol	2121 Ponce de Leon Blvd Coral Gables, FL 33134
Vice President - Taxes	A. D. Luechtefeld	2600 North Central Avenue Phoenix, Arizona 85004-3014
Vice President - Manufacturing	Rodolfo Alfonso	2121 Ponce de Leon Blvd Coral Gables, FL 33134
Vice President -	Allen E. Perez	2121 Ponce de Leon Blvd Coral Gables, FL 33134
Vice President	Carlos Quiroz	2121 Ponce de Leon Blvd Coral Gables, FL 33134
Vice President - Controller	Edward G. Peters	2121 Ponce de Leon Blvd Coral Gables, FL 33134
Vice President	Ramon Trujillo	2121 Ponce de Leon Blvd Coral Gables, FL 33134
Vice President	Thomas J. White	2121 Ponce de Leon Blvd Coral Gables, FL 33134
Assistant Controller	P. N. Wickramasuriya	2121 Ponce de Leon Blvd Coral Gables, FL 33134
Treasurer	Frank J. Longto	2600 North Central Ave Phoenix, Arizona 85004-3014
Assistant Secretary	William C. Tubman	2600 North Central Ave Phoenix, Arizona 85004-3014
Assistant Treasurer	Charles Brown	2600 North Central Ave Phoenix, Arizona 85004-3014

PHELPS DODGE INTERNATIONAL CORPORATION

DIRECTORS

84/369

Manuel J. Iraola	2121 Ponce de Leon Blvd. Coral Gables, FL 33134
Bernard G. Rethore	Phelps Dodge Corporation 2600 North Central Ave Phoenix, Arizona 85004-3014
Patrick J. Ryan	Phelps Dodge Corporation 2600 North Central Ave Phoenix, Arizona 85004-3014
Thomas M. St. Clair	Phelps Dodge Corporation 2600 North Central Ave Phoenix, Arizona 85004-3014
Steven Whisler	Phelps Dodge Corporation 2600 North Central Ave Phoenix, Arizona 85004-3014
Douglas C. Yearley	Phelps Dodge Corporation 2600 North Central Ave Phoenix, Arizona 85004-3014