

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

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PROFIT CORPORATION ANNUAL REPORT 1996



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

DOCUMENT # **841369** (2)

1. Corporation Name
PHELPS DODGE INTERNATIONAL CORPORATION



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

3. Date Incorporated or Qualified: **08/29/1978**
3a. Date of Last Report: **05/01/1995**
4. FEI Number: **13-2575366**
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) and Mailing Address (25-30) fields with sub-headers for Suite, Apt. #, etc., City & State, Zip, and Country.

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
85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1506, 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

Signature of Registered Agent (Print Name and Title) _____

12. OFFICERS AND DIRECTORS		
TITLE	D	<input checked="" type="checkbox"/> DELETE
NAME	RETHORE, BERNARD G	
STREET ADDRESS	2600 N. CENTRAL AVE	
CITY-ST-ZIP	PHOENIX AZ	
TITLE	D	<input type="checkbox"/> DELETE
NAME	WHISLER, J STEVEN	
STREET ADDRESS	2600 N. CENTRAL AVE	
CITY-ST-ZIP	PHOENIX AZ	
TITLE	PD	<input type="checkbox"/> DELETE
NAME	IRAOLA, MANUEL J	
STREET ADDRESS	2121 PONCE DE LEON BLVD.	
CITY-ST-ZIP	CORAL GABLES FL	
TITLE	T	<input checked="" type="checkbox"/> DELETE
NAME	LONGTO, FRANK J	
STREET ADDRESS	2600 N CENTRAL AVE	
CITY-ST-ZIP	PHOENIX AZ	
TITLE	D	<input checked="" type="checkbox"/> DELETE
NAME	RYAN, PATRICK J.	
STREET ADDRESS	2600 N. CENTRAL AVE	
CITY-ST-ZIP	PHOENIX AZ	
TITLE	D	<input type="checkbox"/> DELETE
NAME	YEARLEY, DOUGLAS	
STREET ADDRESS	2600 N. CENTRAL AVE	
CITY-ST-ZIP	PHOENIX AZ	

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	CHAIRMAN/DIRECTOR	<input type="checkbox"/> Change <input type="checkbox"/> Addition
32 NAME		
33 STREET ADDRESS		
34 CITY-ST-ZIP		
41 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
42 NAME		
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 type="checkbox"/> Change <input type="checkbox"/> Addition
62 NAME		
63 STREET ADDRESS		
64 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 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: *A. D. Luechtefeld*
SIGNATURE AND TYPE OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

4-30-96

(602) 234-8100

CR2E034 (12/95)

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PHELPS DODGE INTERNATIONAL CORPORATIONOFFICERS

<u>OFFICE</u>	<u>NAME</u>	<u>BUSINESS ADDRESS</u>
Chairman	Manuel J. Iraola	2121 Ponce de Leon Blvd Coral Gables, FL 33134
Vice President-Marketing	John A. de Armas	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	Allen E. Perez	2121 Ponce de Leon Blvd Coral Gables, FL 33134
Vice President/Controller	Charles B. Phelps	2121 Ponce de Leon Blvd Coral Gables, FL 33134
Vice President/CFO	Stanton K. Rideout	2121 Ponce de Leon Blvd Coral Gables, FL 33134
Vice President - Business Development	Edward G. Peters	2121 Ponce de Leon Blvd Coral Gables, FL 33134
Vice President - Mercosur Region	Miguel A. Riqueime	2121 Ponce de Leon Blvd Coral Gables, FL 33134
Vice President - Legal Counsel and Secretary	Manuel Rodriguez-Fiol	2121 Ponce de Leon Blvd Coral Gables, FL 33134
Vice President - Far East Region	Salvador A. Sanlley	2121 Ponce de Leon Blvd Coral Gables, FL 33134
Vice President - Quality & Tchnology	Randy g. Schneider	2121 Ponce de Leon Blvd Coral Gables, FL 33134
Vice President - Energy Business Segment	Jose A. Sierra	2121 Ponce de Leon Blvd Coral Gables, FL 33134
Vice President - Strategic Programs	Ramon Trujillo	2121 Ponce de Leon Blvd Coral Gables, FL 33134
Vice President - Human Resources	Nassry G. Zamora	2121 Ponce de Leon Blvd Coral Gables, FL 33134
		Phoenix, Arizona 85004-3014

PHELPS DODGE INTERNATIONAL CORPORATION

DIRECTORS

Manuel J. Iraola	Phelps Dodge Corporation 2600 North Central Ave Phoenix, Arizona 85004-3014
Manuel M. Rodriguez-Fiol	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
J. 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