

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

**FILED**  
**May 11, 1999 8:00 am**  
**Secretary of State**

05-11-1999 90041 047 \*\*\*150.00

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PROFIT CORPORATION  
 ANNUAL REPORT  
**1999**



FLORIDA DEPARTMENT OF STATE  
**Katherine Harris**  
 Secretary of State  
 DIVISION OF CORPORATIONS

**DOCUMENT # 841369**

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**

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified <b>08/29/1978</b>	
21		26		4. FEI Number <b>13-2575366</b>	Applied For Not Applicable
22	Suite, Apt. #, etc.	27	Suite, Apt. #, etc.	5. Certificate of Status Desired <input type="checkbox"/>	<b>\$8.75</b> Additional Fee Required
23	City & State	28	City & State	6. Election Campaign Financing <input type="checkbox"/>	<b>\$5.00</b> May Be Added to Fees
24	Zip	29	Zip	8. This corporation owes the current year Intangible Personal Property Tax. <input type="checkbox"/> Yes <input type="checkbox"/> No	
25	Country	30	Country		

9. Name and Address of Current Registered Agent				10. Name and Address of New Registered Agent			
<b>UNITED STATES CORPORATION COMPANY                  1201 HAYES STREET                  STE 105                  TALLAHASSEE FL 32301</b>				81	Name		
				82	Street Address (P.O. Box Number is Not Acceptable)		
				83			
				84	City	<b>FL</b>	85

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		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	<b>D</b> <input type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>WHISLER, J STEVEN</b>	1.2 NAME	
STREET ADDRESS	<b>2600 N. CENTRAL AVE</b>	1.3 STREET ADDRESS	
CITY-ST-ZIP	<b>PHOENIX AZ</b>	1.4 CITY-ST-ZIP	
TITLE	<b>CD</b> <input type="checkbox"/> DELETE	2.1 TITLE	<b>D</b> <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>IRAOLA, MANUEL J</b>	2.2 NAME	
STREET ADDRESS	<b>2121 PONCE DE LEON BLVD.</b>	2.3 STREET ADDRESS	
CITY-ST-ZIP	<b>CORAL GABLES FL</b>	2.4 CITY-ST-ZIP	
TITLE	<b>D</b> <input type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>YEARLEY, DOUGLAS</b>	3.2 NAME	
STREET ADDRESS	<b>2600 N. CENTRAL AVE</b>	3.3 STREET ADDRESS	
CITY-ST-ZIP	<b>PHOENIX AZ</b>	3.4 CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		4.2 NAME	
STREET ADDRESS		4.3 STREET ADDRESS	
CITY-ST-ZIP		4.4 CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	
CITY-ST-ZIP		5.4 CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		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: *[Signature]* **LUECHTEFELD, VICE PRESIDENT - TAXES** (602) 234-8100  
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (1/198)

PHELPS DODGE INTERNATIONAL CORPORATION

OFFICERS

545379-90041-47  
DOC# 841369

<u>OFFICE</u>	<u>NAME</u>	<u>BUSINESS ADDRESS</u>
President - Latin America Group	Manuel Rodriguez-Fiol	2121 Ponce de Leon Blvd Coral Gables, FL 33134
President - Asia Pacific Group	Salvador A. Sanlley	2121 Ponce de Leon Blvd Coral Gables, FL 33134
Treasurer	Thomas M. Foster	2600 North Central Avenue Phoenix, Arizona 85004-3014
Vice President - Building Wire Business Segment	Danilo Gutierrez	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/CFO	Charles B. Phelps	2121 Ponce de Leon Blvd Coral Gables, FL 33134
Vice President	Miguel A. Riqueime	2121 Ponce de Leon Blvd Coral Gables, FL 33134
Vice President - Power Utilities Business Segment	Matias F. Sandoval	2121 Ponce de Leon Blvd Coral Gables, FL 33134
Vice-President - Telecom Business Segment	Randy G. Schneider	2121 Ponce de Leon Blvd Coral Gables, FL 33134
Vice President	Jose A. Sierra	2121 Ponce de Leon Blvd Coral Gables, FL 33134
Secretary	Robert C. Swan	2600 North Central Avenue Phoenix, Arizona 85004-3014
Vice President	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

PHELPS DODGE INTERNATIONAL CORPORATION

545379 - 90041-47

DIRECTORS

DOC# 841369

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