

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. Mortham,
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # 851403 (6)

1. Corporation Name
SHELL OFFSHORE INC.



Principal Place of Business: 1 SHELL SO, PO BOX 61933, NEW ORLEANS LA 70161 US
Mailing Address: 1 SHELL PLZ, PO BOX 2463, HOUSTON TX 77252 US

3. Date Incorporated or Qualified: 12/30/1981
3a. Date of Last Report: 05/01/1995
4. FEI Number: 74-2211530
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 2a. Mailing Address (25-28) fields with sub-headers for Suite, Apt. #, etc., City & State, Zip, and 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) fields for Name, Street Address, City, and 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 reconstituting)

12. OFFICERS AND DIRECTORS

TITLE	AS	<input type="checkbox"/> DELETE
NAME	HOWARD, T J	
STREET ADDRESS	900 LOUISIANA	
CITY - ST - ZIP	HOUSTON TX	
TITLE	PD	<input type="checkbox"/> DELETE
NAME	LITTLE, J E	
STREET ADDRESS	900 LOUISIANA	
CITY - ST - ZIP	HOUSTON TX	
TITLE	S	<input type="checkbox"/> DELETE
NAME	PAUL, S. J.	
STREET ADDRESS	900 LOUISIANA	
CITY - ST - ZIP	HOUSTON TX	
TITLE	T	<input type="checkbox"/> DELETE
NAME	BRISCOE, B.J.	
STREET ADDRESS	701 POYDRAS STREET	
CITY - ST - ZIP	NEW ORLEANS LA	
TITLE	AS	<input type="checkbox"/> DELETE
NAME	CONEY, M.E.	
STREET ADDRESS	701 POYDRAS STREET	
CITY - ST - ZIP	NEW ORLEANS LA	
TITLE	AT	<input type="checkbox"/> DELETE
NAME	BULOT, D.C.	
STREET ADDRESS	701 POYDRAS STREET	
CITY - ST - ZIP	NEW ORLEANS LA	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	SEE ATTACHED
1.3 STREET ADDRESS	
1.4 CITY - ST - ZIP	
2.1 TITLE	
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY - ST - ZIP	
3.1 TITLE	
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY - ST - ZIP	
4.1 TITLE	
4.2 NAME	
4.3 STREET ADDRESS	
4.4 CITY - ST - ZIP	
5.1 TITLE	
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY - ST - ZIP	
6.1 TITLE	
6.2 NAME	
6.3 STREET ADDRESS	
6.4 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: *[Signature]* 4/25/96 713/241-4457
Date Daytime Phone #

CR2E034 (12/95)

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SHELL OFFSHORE INC.

DIRECTORS

J. E. Little	900 Louisiana Houston, TX 77002
G. L. Carlson	900 Louisiana Houston, TX 77002
J. M. Funk	701 Poydras Street New Orleans, LA 70160
R. A. Pattarozzi	701 Poydras Street New Orleans, LA 70160
L. L. Osborn	900 Louisiana Houston, TX 77002

OFFICERS

J. E. Little	President	900 Louisiana Houston, TX 77002
R. A. Pattarozzi	Vice President - Deepwater	701 Poydras Street New Orleans, LA 70160
J. M. Funk	Vice President - Shelf	701 Poydras Street New Orleans, LA 70160
D. W. Strebel	Vice President - Tax	900 Louisiana Houston, TX 77002
B. J. Briscoe	Treasurer	701 Poydras Street New Orleans, LA 70160
J. R. Brew	Assistant Treasurer	701 Poydras Street New Orleans, LA 70160
C. J. Wilder	Assistant Treasurer	900 Louisiana Houston, TX 77002
D. C. Bulot	Assistant Treasurer	701 Poydras Street New Orleans, LA 70160
S. J. Paul	Secretary	900 Louisiana Houston, TX 77002

SHELL OFFSHORE INC.

OFFICERS (cont'd)

M. E. Coney	Assistant Secretary	701 Poydras Street New Orleans, LA 70160
T. J. Howard	Assistant Secretary	900 Louisiana Houston, TX 77002