

2003 FOR PROFIT CORPORATION UNIFORM BUSINESS REPORT (UBR)

FILED
Apr 07, 2003 8:00 am
Secretary of State

04-07-2003 90171 043 ***150.00

0564668 AT

DOCUMENT # F01000002796

1. Entity Name
TOTALFINAELF E&P USA, INC.



Principal Place of Business
**800 GESSNER ROAD, SUITE 700
HOUSTON TX 77024**

Mailing Address
**800 GESSNER ROAD, SUITE 700
HOUSTON TX 77024**



2. Principal Place of Business

3. Mailing Address

Suite, Apt. #, etc.

Suite, Apt. #, etc.

City & State

City & State

4. FEI Number **76-0292370**

Applied For
Not Applicable

Zip Country

Zip Country

5. Certificate of Status Desired **\$8.75** Additional Fee Required

CHECK HERE IF MAKING CHANGES

6. Name and Address of Current Registered Agent

7. Name and Address of New Registered Agent

**C T CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION FL 33324**

Name
Street Address (P.O. Box Number is Not Acceptable)
City **FL** Zip Code

8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent.

SIGNATURE _____ DATE _____
Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating)

FILE NOW!!! FEE IS \$150.00
After May 1, 2003 Fee will be \$550.00
Make Check Payable to Florida Department of State

9. Election Campaign Financing Trust Fund Contribution. **\$5.00** May Be Added to Fees

10. OFFICERS AND DIRECTORS

11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11

TITLE NAME STREET ADDRESS CITY-ST-ZIP	PD VIAUD, FRANCOIS 800 GESSNER ROAD, SUITE 700 HOUSTON TX 77024 <input checked="" type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V HILTON, PAUL 800 GESSNER ROAD, SUITE 700 HOUSTON TX 77024 <input type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V NASH, E A 800 GESSNER ROAD, SUITE 700 HOUSTON TX 77024 <input type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V DEBRY, ALAIN 800 GESSNER ROAD, SUITE 700 HOUSTON TX 77024 <input type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V LEPOUTRE, MANOELLE 800 GESSNER ROAD, SUITE 700 HOUSTON TX 77024 <input type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V SIMON, BRUNO 800 GESSNER ROAD, SUITE 700 HOUSTON TX 77024 <input type="checkbox"/> Delete

TITLE NAME STREET ADDRESS CITY-ST-ZIP	P Rene Chappaz 800 Gessner Road, Suite 700 Houston, TX 77024 <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition

12. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(l), Florida Statutes. I further certify that the information indicated on this report or supplemental 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 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE: ~~SIGNATURE REQUIRED~~ **Alain Debry Vice President 4/1/03 713 647-3000**
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (10/02)

Attachment

80672408

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Rev. 12/05/02

TOTALFINAELF E&P USA, INC.

(Formerly Elf Exploration, Inc.)

Schedule of Directors

NAME	TITLE	ADDRESS
Philippe Armand	Chairman	Place de la Coupole L.D.6 Cedex 45, 92075 Courbevoie Paris La Defense, FRANCE
Daniel Alliot	Director	Place de la Coupole L.D.6 Cedex 45, 92075 Courbevoie Paris La Defense, FRANCE
Rene Chappaz	Director	800 Gessner, Suite 700 Houston, TX 77024
Alain Debry	Director	800 Gessner, Suite 700 Houston, TX 77024
Otto Takken	Director	2000 Market Street, 24 th Floor Philadelphia, PA 19103-3222

Schedule of Officers

Rene Chappaz	President and Chief Executive Officer	800 Gessner, Suite 700 Houston, TX 77024
Paul Hilton	Senior Vice President	800 Gessner, Suite 700 Houston, TX 77024
E.A. Nash	Senior Vice President - Consulting	800 Gessner, Suite 700 Houston, TX 77024
Michael D. Sangster	Vice President, Business Development	800 Gessner, Suite 700 Houston, TX 77024
Alain Debry	Vice President, Finance & Administration	800 Gessner, Suite 700 Houston, TX 77024
Manoelle LePoutre	Vice President, Exploration	800 Gessner, Suite 700 Houston, TX 77024
Bruno Simon	Vice President, Onshore	800 Gessner, Suite 700 Houston, TX 77024
Dennis A. Zips	Vice President, HR and Communications	800 Gessner, Suite 700 Houston, TX 77024

Attachment
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TOTALFINAELF E&P USA, INC.

(Formerly Elf Exploration, Inc.)

Schedule of Officers (Cont'd)

Gregory B. Moore	Vice President, Health, Safety & Environment	800 Gessner, Suite 700 Houston, TX 77024
Larry A. Hinks	Vice President, Marketing	800 Gessner, Suite 700 Houston, TX 77024
Thomas W. Ryan	General Counsel and Secretary	800 Gessner, Suite 700 Houston, TX 77024
John W. Powell	Controller and Assistant Secretary	800 Gessner, Suite 700 Houston, TX 77024
Kevin A. Drake	Assistant Controller	800 Gessner, Suite 700 Houston, TX 77024
T. Hill Hooks	Assistant Secretary	800 Gessner, Suite 700 Houston, TX 77024
Richard H. McPike	Assistant Secretary	800 Gessner, Suite 700 Houston, TX 77024
David C. Houck	Assistant Secretary	800 Gessner, Suite 700 Houston, TX 77024
Annette Mitchell	Assistant Secretary	800 Gessner, Suite 700 Houston, TX 77024