

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

FILED
May 10, 1999 8:00 am
Secretary of State

05-10-1999 90251 003 ***150.00

PROFIT.
 CORPORATION
 ANNUAL REPORT
1999



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

DOCUMENT # **F93000002745**

1. Corporation Name
BAKER HUGHES OILFIELD OPERATIONS, INC.



Principal Place of Business 3900 ESSEX LANE, SUITE 1200 HOUSTON TX 77027	Mailing Address 3900 ESSEX LANE, SUITE 1200 HOUSTON TX 77027
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DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified 06/14/1993	
4. FEI Number 94-1302886	Applied For <input type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
8. This corporation owes the current year Intangible Personal Property Tax. <input type="checkbox"/> Yes <input type="checkbox"/> No	

2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip Country 24 25	2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip Country 29 30
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9. Name and Address of Current Registered Agent
**C T CORPORATION SYSTEM
 1200 SOUTH PINE ISLAND ROAD
 PLANTATION FL 33324**

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 _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS

TITLE	PD	<input type="checkbox"/> DELETE
NAME	SZASCICA, ANDREW J.	
STREET ADDRESS	3900 ESSEX LANE, SUITE 1200	
CITY-ST-ZIP	HOUSTON TX	
TITLE	VPCD	<input type="checkbox"/> DELETE
NAME	FINLEY, G S	
STREET ADDRESS	3900 ESSEX LANE, SUITE 1200	
CITY-ST-ZIP	HOUSTON TX	
TITLE	S	<input type="checkbox"/> DELETE
NAME	O'DONNELL, III L	
STREET ADDRESS	1900 ESSEX LANE SUITE 1200	
CITY-ST-ZIP	HOUSTON TX	
TITLE	T	<input type="checkbox"/> DELETE
NAME	RICHARD H. HEBEL, JR.	
STREET ADDRESS	15355 VANTAGE PARKWAY W., SUITE 300	
CITY-ST-ZIP	HOUSTON TX	
TITLE	SVP	<input checked="" type="checkbox"/> DELETE
NAME	TRAHAN, JAY P	
STREET ADDRESS	15355 VANTAGE PARKWAY W., SUITE 300	
CITY-ST-ZIP	HOUSTON TX	
TITLE	VP	<input checked="" type="checkbox"/> DELETE
NAME	HERBERT, R P	
STREET ADDRESS	3900 ESSEX LANE, SUITE 1200	
CITY-ST-ZIP	HOUSTON TX	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	See Attachment for additions
1.3 STREET ADDRESS	
1.4 CITY-ST-ZIP	
2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY-ST-ZIP	
3.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	VP
3.3 STREET ADDRESS	
3.4 CITY-ST-ZIP	
4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	
4.3 STREET ADDRESS	
4.4 CITY-ST-ZIP	
5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY-ST-ZIP	
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	
6.3 STREET ADDRESS	
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: *Linda J. Smith* *Linda J. Smith* **4/15/99** **(713) 439-8600**

CR2E034 (1/198)

BAKER HUGHES OILFIELD OPERATIONS, INC.
Officers and Directors

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<u>OFFICERS</u>	<u>TITLE</u>	<u>ADDRESS</u>
Szescila, Andrew J.	President	3900 Essex Lane, Ste. 1200, Houston, TX 77027
Howell, Edwin C.	Senior Vice President	3900 Essex Lane, Ste. 1200, Houston, TX 77027
Wall, Douglas J.	Senior Vice President	3900 Essex Lane, Ste. 1200, Houston, TX 77027
Brady, J.F.	Senior Vice President	3900 Essex Lane, Ste. 1200, Houston, TX 77027
Giffhorn, Richard W.	Vice President	3900 Essex Lane, Ste. 1200, Houston, TX 77027
Thompson, Kenneth E.	Vice President	3900 Essex Lane, Ste. 1200, Houston, TX 77027
Finley, G.S.	Vice President	3900 Essex Lane, Ste. 1200, Houston, TX 77027
O'Donnell, III, Lawrence	Vice President	3900 Essex Lane, Ste. 1200, Houston, TX 77027
Donovan, Joseph F.	Vice President	3900 Essex Lane, Ste. 1200, Houston, TX 77027
Braun, James E.	Vice President	3900 Essex Lane, Ste. 1200, Houston, TX 77027
Probert, Timothy J.	Senior Vice President	3900 Essex Lane, Ste. 1200, Houston, TX 77027
Barr, David H.	Vice President	3900 Essex Lane, Ste. 1200, Houston, TX 77027
Ballantyne, R.A.	Vice President	3900 Essex Lane, Ste. 1200, Houston, TX 77027
Keates, John	Vice President	3900 Essex Lane, Ste. 1200, Houston, TX 77027
Berger, Ronald J.	Vice President	3900 Essex Lane, Ste. 1200, Houston, TX 77027
Thompson, Steven M.	Vice President	3900 Essex Lane, Ste. 1200, Houston, TX 77027
Harris, James W.	Vice President	3900 Essex Lane, Ste. 1200, Houston, TX 77027
Pate, Mark	Vice President	3900 Essex Lane, Ste. 1200, Houston, TX 77027
Hebel, Jr., Richard H.	Treasurer	3900 Essex Lane, Ste. 1200, Houston, TX 77027
Smith, Linda J.	Secretary	3900 Essex Lane, Ste. 1200, Houston, TX 77027
Mckeever, Darlene	Asst. Secretary	3900 Essex Lane, Ste. 1200, Houston, TX 77027
White, Georgiana	Asst. Secretary	3900 Essex Lane, Ste. 1200, Houston, TX 77027
Miller, Elizabeth B.	Asst. Secretary	3900 Essex Lane, Ste. 1200, Houston, TX 77027
Churay, Daniel J.	Asst. Secretary	3900 Essex Lane, Ste. 1200, Houston, TX 77027

<u>DIRECTORS</u>	<u>TITLE</u>	<u>ADDRESS</u>
Lukens, Max L.	Director	3900 Essex Lane, Ste. 1200, Houston, TX 77027
Finley, G.S.	Director	3900 Essex Lane, Ste. 1200, Houston, TX 77027