

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

FILED
Apr 16 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # P09520 (8)
 1. Corporation Name
CHEVRON STATIONS INC.

Principal Place of Business 575 Market Street San Francisco, CA. 94105 US	Mailing Address 225 Bush Street San Francisco, CA. 94104 US
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business	2a. Mailing Address	3. Date Incorporated or Qualified 03/25/1986	4. FEI Number 84-0618607	Applied For <input type="checkbox"/> Not Applicable
21. Suite, Apt #, etc.	26. Suite, Apt #, etc.	5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required	
22. City & State	27. City & State	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees	
23. Zip	28. Zip	8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No		
24. Country	29. Country	30. Country		

9. Name and Address of Current Registered Agent

The Prentice Hall Corporation System, Inc.
110 North Magolia Street
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	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 _____ (Signature typed or printed name of registered agent or officer, if applicable) (NOTE: Registered Agent Signature required when transferring) DATE _____

12. OFFICERS AND DIRECTORS

TITLE	PD	<input type="checkbox"/> DELETE
NAME	Roden, P. D.	
STREET ADDRESS	Rosehill, New Barn Lane	
CITY-ST-ZIP	Cheltenham, Glos GL52, 3LA	
TITLE	AS	<input type="checkbox"/> DELETE
NAME	Jones, J. H., Jr.	
STREET ADDRESS	225 Bush Street	
CITY-ST-ZIP	San Francisco, CA. 94104	
TITLE	S	<input type="checkbox"/> DELETE
NAME	Kowal, S.	
STREET ADDRESS	575 Market Street	
CITY-ST-ZIP	San Francisco, CA. 94105	
TITLE	T	<input type="checkbox"/> DELETE
NAME	Smay, D. T.	
STREET ADDRESS	2005 Diamond Boulevard	
CITY-ST-ZIP	Concord, CA. 94520	
TITLE	AT	<input type="checkbox"/> DELETE
NAME	Ziarnik, A. P.	
STREET ADDRESS	575 Market Street	
CITY-ST-ZIP	San Francisco, CA. 94105	

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	<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	400002492151
63. STREET ADDRESS	-04/17/98--01052--003
64. CITY-ST-ZIP	***150.00

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, 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 a address.

SIGNATURE:  **J. M. JONES, JR.** APR 8 1998 **415-894-7700**

CR2E034 (10/97)

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CHEVRON STATIONS INC.
(Former: AMERICAN PERSONNEL SERVICES, INC.)

84-0618607

<u>Directors</u>	<u>Business Address</u>
C. L. Cervantes	575Market Street, San Francisco, CA. 94105
T. H. Groves	575 Market Street, San Francisco, CA 94105
J. M. Kempton	700 American Ave., King of Prussia, PA 19406
P. D. Roden	Rosehill, New Barn Lane, Cheltenham, Glos GL52 3LA
W. C. True, Jr.	2005 Diamond Blvd., Concord, CA 94520
C. P. Woodland	6001 Bollinger Canyon Road, San Ramon, CA. 94583

<u>Name</u>	<u>Officers</u>	<u>Business Address</u>
P. D. Roden	President	Rosehill, New Barn Lane, Cheltenham, Glos GL52 3LA
S. Kowal	Secretary	575 Market Street, San Francisco, CA 94105
D. P. Smay	Treasurer	2005 Diamond Blvd., Concord, CA 94520
J. M. Kempton	Comptroller	700 American Ave., King of Prussia, PA 19406
T. H. Groves	Asst Secretary	575 Market Street, San Francisco, CA 94105
J. H. Jones, Jr.	Asst Secretary	225 Bush Street, San Francisco, CA 94104
D. A. Greenspan	Asst Treasurer	575 Market Street, San Francisco, CA 94105
A. P. Ziarnik	Asst Treasurer	575 Market Street, San Francisco, CA 94105
R. J. Mitchell	Asst Treasurer	575 Market Street, San Francisco, CA. 94105

Term Expires: On next annual meeting of stockholders or upon election or appointment of successors.

03/31/98