

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

PROFIT CORPORATION ANNUAL REPORT 1997



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State  
DIVISION OF CORPORATIONS

DOCUMENT # P16004 (4)  
1. Corporation Name  
TEXACO OVERSEAS HOLDINGS, INC.

FILED  
97 MAY 14 AM 8:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



Principal Place of Business: 2000 WESTCHESTER AVE. WHITE PLAINS NY 10650 US  
Mailing Address: 1111 BAGBY STREET PO BOX 1404-Dept.007 HOUSTON TX 77002-1404 US

3. Date Incorporated or Qualified: 09/17/1987  
3a. Date of Last Report: 05/01/1996

2. Principal Place of Business: 21  
2a. Mailing Address: 26 P.O. Box 1404-Dept.007  
22. City & State: 27 Houston, Texas  
23. Zip: 24 77002-1404 Country: 25 US  
4. FEI Number: 58-1594519  
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

9. Name and Address of Current Registered Agent

THE PRENTICE-HALL CORPORATION SYSTEM INC.  
1201 HAYS STREET  
SUITE 105  
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: \_\_\_\_\_ (NOTE: Registered Agent signature required when reinstating) DATE: \_\_\_\_\_

12. OFFICERS AND DIRECTORS

TITLE	DP	<input type="checkbox"/> DELETE
NAME	BLACK, C. R.	
STREET ADDRESS	2000 WESTCHESTER AVENUE	
CITY-ST-ZIP	WHITE PLAINS NY	
TITLE	AS	<input type="checkbox"/> DELETE
NAME	KOCH, R.E.	
STREET ADDRESS	2000 WESTCHESTER AVENUE	
CITY-ST-ZIP	WHITE PLAINS NY	
TITLE	S	<input type="checkbox"/> DELETE
NAME	DAVIDSON, C.B.	
STREET ADDRESS	2000 WESTCHESTER AVENUE	
CITY-ST-ZIP	WHITE PLAINS NY	
TITLE	CD	<input checked="" type="checkbox"/> DELETE
NAME	BIJUR, PI	
STREET ADDRESS	2000 WESTCHESTER AVENUE	
CITY-ST-ZIP	WHITE PLAINS NY	
TITLE	SVPD	<input checked="" type="checkbox"/> DELETE
NAME	DOYLE, W. P	
STREET ADDRESS	2000 WESTCHESTER AVE.	
CITY-ST-ZIP	WHITE PLAINS NY	
TITLE	AS	<input type="checkbox"/> DELETE
NAME	SOULA, W.L.	
STREET ADDRESS	1111 BAGBY ST	
CITY-ST-ZIP	HOUSTON TX 77002	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	Chm. of the board	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME		
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		<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME		
3.3 STREET ADDRESS		
3.4 CITY-ST-ZIP		
4.1 TITLE	SVP and CFO	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
4.2 NAME	R.L. Oelkers	
4.3 STREET ADDRESS	2000 Westchester Ave	
4.4 CITY-ST-ZIP	White Plains, NY 10650	
5.1 TITLE	SVPD	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
5.2 NAME	R.A. Solberg	
5.3 STREET ADDRESS	1111 Bagby St.	
5.4 CITY-ST-ZIP	Houston, Tx 77002	
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 do 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.

SIGNATURE: \_\_\_\_\_ DATE: APR 22 1997

CR2E034 (9/96)