

**2002 UNIFORM BUSINESS REPORT (UBR)**

**FILED**  
**Mar 26, 2002 8:00 am**  
**Secretary of State**

03-26-2002 90075 014 \*\*\*150.00

1012601 AI

**DOCUMENT # P16004**

1. Entity Name  
**TEXACO OVERSEAS HOLDINGS, INC.**

Principal Place of Business <b>2000 WESTCHESTER AVE.          WHITE PLAINS NY 10650          US</b>	Mailing Address <b>P.O. BOX 1404          DEPT. 007          HOUSTON TX 77251-1404          US</b>
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business Suite, Apt. #, etc.	3. Mailing Address <b>2613 CAMINO RAMON,          RM. 5319</b>
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City & State	City & State <b>SAN RAMON, CA.</b>	4. FEI Number <b>58-1594519</b>	Applied For <input type="checkbox"/> Not Applicable
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Zip	Country	Zip <b>94583</b>	Country	5. Certificate of Status Desired <input type="checkbox"/> <b>\$8.75 Additional Fee Required</b>
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6. Name and Address of Current Registered Agent  
**THE PRENTICE-HALL CORPORATION SYSTEM INC.  
 1201 HAYS STREET  
 SUITE 105  
 TALLAHASSEE FL 32301**

7. Name and Address of New Registered Agent  
 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.

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

9. This corporation is eligible to satisfy its Intangible Tax filing requirement and elects to do so.

**FILE NOW!!! FEE IS \$150.00**  
**After May 1, 2002 Fee will be \$550.00**  
**Make Check Payable to Department of State**

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

11. OFFICERS AND DIRECTORS

TITLE NAME STREET ADDRESS CITY-ST-ZIP	<b>CP O'CONNOR, J.J. 2000 WESTCHESTER AVE. WHITE PLAINS NY 10650</b>	<input checked="" type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<b>SV CELENTANO, E. 2000 WESTCHESTER AVE. WHITE PLAINS NY 10650</b>	<input checked="" type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<b>S RUDY, M.H. 2000 WESTCHESTER AVENUE WHITE PLAINS NY 10650</b>	<input checked="" type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<b>T HALL, I.D. 2000 WESTCHESTER AVENUE WHITE PLAINS NY 10650</b>	<input checked="" type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<b>AS SOULA, W.L. 1111 BAGBY STREET HOUSTON TX 77002</b>	<input type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<b>AT BYRD, T.G. 1111 BAGBY STREET HOUSTON TX 77002</b>	<input type="checkbox"/> Delete

12. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11

TITLE NAME STREET ADDRESS CITY-ST-ZIP	<b>CP G. L. KIRKLAND 1301 MCKINNEY HOUSTON, TX. 77010</b>	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<b>S W. C. TAYLOR 575 MARKET ST. SAN RAMON, CA. 94583</b>	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<b>T H. B. SHEPPARD 6001 BOLLINGER CANYON RD SAN RAMON, CA. 94583</b>	<input checked="" 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

13. 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 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 11 or Block 12 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE: **SIGNATURE OF REGISTERED GORDAN** 3/15/2002 **415-894-7700**  
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E004 (9/01)

Attachment # P16004 | 5/6/87

Texaco Overseas Holdings Inc.

58-1594519

Directors

Business Address

G. L. Kirkland	1301 McKinney, Houston, TX. 77010
J. C. McHugh	150 Alhambra Circle, Coral Gables, 33134
J. D. McKenzie	125 E. John Carpenter freeway, Irving, TX. 75062

Name

Officers

Business Address

G. L. Kirkland	Chairman & President	1301 McKinney, Houston, TX. 77010
J. C. McHugh	Senior Vice-President	150 Alhambra Circle, Coral Gables, 33134
J. D. McKenzie	Senior Vice-President	125 E. John Carpenter freeway, Irving, TX. 75062
A. Moshiri	Senior Vice-President	575 Market Street, San Francisco, Ca. 94105
R. C. Gordan	Vice-President	6001 Bollinger Canyon Rd., San Ramon, CA. 94583
K. R. Hall	Vice-President	4900 Fournace Place, Bellaire, TX. 77401
J. R. Hawn	Vice-President	1 Westferry Circus Canary Wharf, London E14 4HA, Er
J. C. Houck	Vice-President	1111 Bagby Street, Houston, TX. 77002
G. Matiuk	Vice-President	575 Market Street, San Francisco, CA. 94105
P. J. Oakford	Vice-President	2000 Westchester Ave., White Plains, NY 10650
R. N. Ryan, Jr.	Vice-President	575 Market Street, San Francisco, CA. 94105
B. C. Wong	Vice-President	2000 Westchester Avenue, White Plains, NY 10650
W. C. Taylor	Secretary	575 Market Street, San Francisco, CA. 94105
H. B. Sheppard	Treasurer	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
L. A. Robertson	General Counsel	2000 Westchester Avenue, White Plains, NY 10650
M. N. Ambler	General Tax Counsel	2000 Westchester Avenue, White Plains, NY 10650
B. E. Boyle	Asst Secretary	125 E. John Carpenter Freeway, Irving, TX. 75063
C. P. Checki	Asst Secretary	2000 Wstchester Ave., White Plains, NY. 10650
K. D. Crawford	Asst Secretary	575 Market Street, San Francisco, CA. 94105
C. Duncan	Asst Secretary	1111 Bagby Street, Houston, TX. 77002
N. M. Kesner	Asst Secretary	2000 Westchester Avenue, White Plains, NY 10650
F. G. Soler	Asst Secretary	575 Market Street, San Francisco, CA 94105
W. L. Soula	Asst Secretary	1111 Bagby Street, Houston, TX. 77002
M. Southern	Asst Secretary	2000 Westchester Ave., White Plains, NY. 10650
M. L. Van Duyne	Asst Secretary	2000 Westchester Avenue, White Plains, NY 10650
T. G. Byrd	Asst Treasurer	1111 Bagby Street, Houston, TX. 77002
S. Faber	Asst Treasurer	2000 Westchester Ave., White Plains, NY. 10650
R. E. Lee	Asst Treasurer	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
J. D. Lyness	Asst Treasurer	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
P. H. Rafferty	Asst Treasurer	2000 Westchester Avenue, White Plains, NY 10650
R. C. Ripley	Asst Treasurer	2000 Westchester Avenue, White Plains, NY 10650
S. A. Carlson	Deputy Comptroller	2000 Westchester Avenue, White Plains, NY. 10650
J. Plentz	Asst Secretary	2000 Westchester Avenue, White Plains, NY 10650

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

02/28/02