


**2005 FOR PROFIT CORPORATION
ANNUAL REPORT**

FILED
Mar 17, 2005 8:00 am
Secretary of State

03-17-2005 90022 048 ***150.00

DOCUMENT # P16004	
1. Entity Name TEXACO OVERSEAS HOLDINGS, INC.	

Principal Place of Business 6001 BOLLINGER CANYON RD. SAN RAMON, CA 94583 US	Mailing Address 2613 CAMINO RAMON RM 5319 SAN RAMON, CA 94583 US
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2. Principal Place of Business Suite, Apt. #, etc.	3. Mailing Address 6001 BOLLINGER CANYON RD. BLDG. V/2309D
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City & State SAN RAMON, CA	4. FEI Number 58-1594519	Applied For <input type="checkbox"/> Not Applicable
Zip 94583	Country	5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required

6. Name and Address of Current Registered Agent	7. Name and Address of New Registered Agent
THE PRENTICE-HALL CORPORATION SYSTEM INC. 1201 HAYS STREET SUITE 105 TALLAHASSEE, FL 32301	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, 2005 Fee will be \$550.00	9. Election Campaign Financing Trust Fund Contribution. <input type="checkbox"/> \$5.00 May Be Added to Fees
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10. OFFICERS AND DIRECTORS		11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	CP KIRKLAND, G L 1301 MCKINNEY HOUSTON, TX 77010 <input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	S TAYLOR, W C 6001 BOLLINGER CANYON RD. SAN RAMON, CA 94583 <input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	T SHEPPARD, H B 6001 BOLLINGER CANYON RD SAN RAMON, CA 94583 <input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	AS BRECHTEL, W J 2613 CAMINO RAMON SAN RAMON, CA 94583 <input checked="" type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	AS BRECHTEL, W. J 6001 BOLLINGER CANYON RD. SAN RAMON, CA. 94583 <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Delete	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"/> Delete	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)(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 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE:  **W. J. BRECHTEL/ASST SECRETARY** **MAR 14 2005**
Signature, typed or printed name of signing officer or director Date Daytime Phone #



02012005 Chg-P CR2E034 (10/03)

ATTACHMENT
P1600L

40033919

Texaco Overseas Holdings Inc.
58-1594519

Directors

Business Address

R. E. Hakim	30 Raffles Place, Singapore 627890
G. L. Kirkland	1301 McKinney, Houston, TX. 77010
D. A. Walsh	6001 Bollinger Canyon Rd, San Ramon, CA 94583

Name

Officers

Business Address

G. L. Kirkland	Chairman & President	1301 McKinney, Houston, TX. 77010
R. E. Hakim	Senior Vice-President	30 Raffles Place, Singapore 627890
D. A. Walsh	Senior Vice-President	6001 Bollinger Canyon Rd, San Ramon, CA 94583
R. C. Gordan	Vice-President	6001 Bollinger Canyon Rd., San Ramon, CA. 94583
K. G. Hartshorn	Vice-President	6001 Bollinger Canyon Rd., San Ramon, CA. 94583
B. J. Koc	Vice-President	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
P. J. Oakford	Vice-President	2000 Westchester Ave., White Plains, NY 10650
R. B. Roberts	Vice-President	1111 Bagby Street, Houston, TX. 77002
E. B. Scott	Vice-President	6001 Bollinger Canyon Rd, San Ramon, CA 94583
B. C. Wong	Vice-President	2000 Westchester Avenue, White Plains, NY 10650
W. C. Taylor	Secretary	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
H. B. Sheppard	Treasurer	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
S. P. Almy	Asst Secretary	6001 Bollinger Canyon Rd., San Ramon, CA. 94583
W. J. Brechtel	Asst Secretary	6001 Bollinger Canyon Rd., San Ramon, CA 94583
C. M. Duncan	Asst Secretary	6101 Bollinger Canyon Rd., San Rmaon, Ca. 94583
Y. N. Guzdar	Asst Secretary	6001 Bollinger Canyon Rd., San Ramon, CA 94583
A. J. Knaapen	Asst Secretary	6001 Bollinger Canyon Rd., San Ramon, CA. 94583
J. Plentz	Asst Secretary	2333 Ponce De Leon Blvd., Coral Gables, FL. 33134
K. C. Schafer	Asst Secretary	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
F. G. Soler	Asst Secretary	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
B. S. Chase	Asst Secretary	6101 Bollinger Canyon Rd., San Ramon, CA. 94583
T. N. Valli	Asst Secretary	6001 Bollinger Canyon Rd., San Ramon, CA. 94583
H. Xun	Asst Secretary	6001 Bollinger Canyon Rd., San Ramon, CA. 94583
C. S. Ziemba	Asst Secretary	6001 Bollinger Canyon Rd., San Ramon, Ca. 94583
S. H. Peth	Asst Treasurer	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
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

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

02/16/05