FILE NOW: FILING FEE AFTER MAY 1 IS $225.00

CORPORATION ANNUAL REPORT

1995

FLORIDA DEPARTMENT OF STATE

APPROVED AND FILED

DOCUMENT # 123155 (4)

1. COASTAL TUG AND BARGE, INC.

SECRETARY OF STATE TALLAHASSEE, FLORIDA

8700 WEST FLAGLER STREET
MIAMI FL 33174
US

NINE GREENWAY PLAZA
ATTENTION CORP SECRETARY
HOUSTON TX 77046
US

3. Date of Incorporation: 09/22/1930

3a. Date of Last Report: 04/29/1994

4. FEI Number: 59-0159916 — Applied For / Not Applicable

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. Does corporation file annual reports and pay taxes under Chapter 607 Florida Statutes: [X] Yes [ ] No

21 | 22 | 23 | 24 | 25 | 26 | 27 | 28 | 29 | 30

9. Name and Address of Current Registered Agent

CT CORPORATION SYSTEM
1200 S. 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 Section 607.0505 Florida Statutes, the undersigned corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. The 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

12. OFFICERS AND DIRECTORS		13. ADDITIONS, CHANGES TO OFFICERS AND DIRECTORS	
TITLE	V	TITLE	Sr. VP [X] Change [ ] Add
NAME	HESSE, COBY C.	NAME	Hesse, Coby C.
STREET ADDRESS	9 GREENWAY PLAZA	STREET ADDRESS	Nine Greenway Plaza
CITY	HOUSTON TX	CITY	Houston, TX 77046
TITLE	VD	TITLE	DC [X] Change [ ] Add
NAME	ARLEDGE, DAVID A.	NAME	Arledge, David A.
STREET ADDRESS	9 GREENWAY PLAZA	STREET ADDRESS	Nine Greenway Plaza
CITY	HOUSTON TX	CITY	Houston, TX 77046
TITLE	P	TITLE	P & CEO [X] Change [ ] Add
NAME	ESPINO, ALBERTO N.	NAME	Espino, Alberto N.
STREET ADDRESS	8700 WEST FLAGLER STREET	STREET ADDRESS	8700 West Flagler Street
CITY	MIAMI FL	CITY	Miami, FL 33174
TITLE	DC	TITLE	D VC & CEO [X] Change [ ] Add
NAME	HILL, DAN J.	NAME	Hill, Dan J.
STREET ADDRESS	NINE GREENWAY PLAZA	STREET ADDRESS	Nine Greenway Plaza
CITY	HOUSTON TX	CITY	Houston, TX 77046
TITLE	VS	TITLE	Sr. VP & S [X] Change [ ] Add
NAME	O'TOOLE, AUSTIN M.	NAME	O'Toole, Austin M.
STREET ADDRESS	9 GREENWAY PLAZA	STREET ADDRESS	Nine Greenway Plaza
CITY	HOUSTON TX	CITY	Houston, TX 77046
TITLE	VT	TITLE	VP & T [X] Change [ ] Add
NAME	~~CONNELLY, JEFFREY A.~~	NAME	Matthews, Ronald D.
STREET ADDRESS	~~9 GREENWAY PLAZA~~	STREET ADDRESS	Nine Greenway Plaza
CITY	~~HOUSTON TX~~	CITY	Houston, TX 77046

14. I hereby certify that the information supplied with this report, including any attached pages, is true and accurate, and that this report is being filed within the time prescribed by law. I understand that the filing of this report or supplemental report with false or inaccurate information or the omission of true and accurate information may subject the corporation to the penalties prescribed by law. I understand that the filing of this report or supplemental report with false or inaccurate information or the omission of true and accurate information may also be grounds for the dissolution of the corporation. I hereby certify 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 of the Florida Statutes. I further certify that I am familiar with the contents of this report.

SIGNATURE: 04/28/95 (713) 877-6825

Austin M. O'Toole, Sr. Vice President & Secretary

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EXHIBIT A

COASTAL TUG AND BARGE, INC.

ADDITIONAL DIRECTORS

(Name/Address)

James A. King
Nine Greenway Plaza
Houston, TX 77046

Dan J. Hill
Nine Greenway Plaza
Houston, TX 77046

ADDITIONAL OFFICERS

(Name/Title/Address)

Carl A. Corrallo Nine Greenway Plaza Houston, TX 77046	Senior Vice President
Donald H. Gullquist Nine Greenway Plaza Houston, TX 77046	Senior Vice President
Neil O. Bowman Nine Greenway Plaza Houston, TX 77046	Vice President and Assistant Secretary
Steven J. Delaney Nine Greenway Plaza Houston, TX 77046	Vice President and General Manager
J. W. French Nine Greenway Plaza Houston, TX 77046	Vice President
T. E. Jackson, Jr. Nine Greenway Plaza Houston, TX 77046	Vice President
Rene R. Lorenzo Nine Greenway Plaza Houston, TX 77046	Vice President

Robert A. Shaw, Jr. Nine Greenway Plaza Houston, TX 77046	Assistant Secretary 123155
Dale V. Shultz Nine Greenway Plaza Houston, TX 77046	Assistant Secretary
Roger F. Mechura Nine Greenway Plaza Houston, TX 77046	Assistant Treasurer
Harold R. Natho Nine Greenway Plaza Houston, TX 77046	Assistant Controller