

FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00

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PROFIT CORPORATION ANNUAL REPORT 1996



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

DOCUMENT # 829096 (7)

1. Corporation Name
EXXON CORPORATION



Principal Place of Business: 800 BELL STREET ROOM 323 HOUSTON TX 77002 US
Mailing Address: 800 BELL STREET PO BOX 392 ROOM 493 HOUSTON TX 77002 US

3. Date Incorporated or Qualified: 12/01/1972
3a. Date of Last Report: 04/26/1995
4. FEI Number: 13-5409005
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

2. Principal Place of Business: 21 5959 Las Colinas Blvd. 22 Suite, Apt. #, etc. 23 Irving, TX 24 75039 25 US
2a. Mailing Address: 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 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: _____ DATE: _____

12. OFFICERS AND DIRECTORS		
TITLE	PD	<input checked="" type="checkbox"/> DELETE
NAME	SITTER, CHARLES,	
STREET ADDRESS	225 E. JOHN W. CARPENTER FRWY	
CITY - ST - ZIP	IRVING TX	
TITLE	CD	<input type="checkbox"/> DELETE
NAME	RAYMOND, L.R.	
STREET ADDRESS	4643 MEADOWOOD	
CITY - ST - ZIP	DALLAS TX	
TITLE	V	<input type="checkbox"/> DELETE
NAME	MATTHEWS, CHARLES W.	
STREET ADDRESS	225 E. JOHN W. CARPENTER FRWY	
CITY - ST - ZIP	IRVING TX	
TITLE	V	<input type="checkbox"/> DELETE
NAME	HESS, EDWIN J	
STREET ADDRESS	3409 BYRN MAWR	
CITY - ST - ZIP	DALLAS TX	
TITLE	AS	<input type="checkbox"/> DELETE
NAME	LYNCH, JOSEPH G	
STREET ADDRESS	800 BELL ST.	
CITY - ST - ZIP	HOUSTON TX	
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY - ST - ZIP		

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12		
1. TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
2. NAME		
3. STREET ADDRESS		
4. CITY - ST - ZIP		
1. TITLE	PC	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
2. NAME		
3. STREET ADDRESS	4642 Meadowood	
4. CITY - ST - ZIP	Dallas, TX 75220	
1. TITLE		<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
2. NAME		
3. STREET ADDRESS	5959 Las Colinas Blvd.	
4. CITY - ST - ZIP	Irving, TX 75039	
1. TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
2. NAME		
3. STREET ADDRESS		
4. CITY - ST - ZIP		
1. TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
2. NAME		
3. STREET ADDRESS		
4. CITY - ST - ZIP		

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), 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: *Joseph G Lynch* Assistant Secretary 4-22-96 (713) 656-1807
DATE: _____

CR2E034 (12/95)

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EXXON COMPANY, U.S.A.
POST OFFICE BOX 2180 • HOUSTON, TEXAS 77252-2180

ANSEL L. CONDRAY
PRESIDENT

January 10, 1996

MAI-4-96

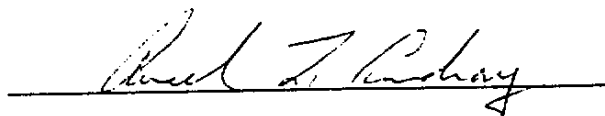
(Revision of MAI-17-95
dated October 31, 1995)
Management Authority Instrument

Pursuant to the authority vested in me as the designated President of Exxon Company, U.S.A., under the By-Laws of Exxon Corporation and Resolutions of its Board of Directors, the persons listed below are hereby appointed Assistant Secretaries of Exxon Corporation commencing January 1, 1996 and until December 31, 1996 or until their successors are appointed, whichever event occurs first.

The list of Assistant Secretaries of Exxon Corporation appointed by this and prior Management Authority Instruments is as follows:

- | | |
|------------------|------------------|
| J. E. Crawford | J. T. Pryor, Jr. |
| G. M. DeMarzo | L. W. Quimby |
| J. C. Glaubig | W. C. Riggs |
| D. L. Hinshaw | M. J. Specht |
| L. J. Johnson | T. J. Stilbert |
| J. G. Lynch | B. Y. Taylor |
| G. G. Meneilly | R. J. Thatcher |
| T. P. Notarainni | S. M. Walker |
| J. A. Podraza | |

APPROVED AND EXECUTED this 10th day of January 1996.



A. L. Condray

FORM APPROVED


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CERTIFICATE

I, J. E. Crawford, an Assistant Secretary of Exxon Corporation, hereby certify that the following is a true and correct list of the Directors and Principal Officers of Exxon Corporation as of February 1, 1996:

Directors

<u>Name</u>	<u>Business Address</u>
Randolph W. Bromery	Springfield College 263 Alden Street Springfield, MA 01109
Michael J. Boskin	Stanford University HHMB-Room 213 Stanford, CA 94350
David Wayne Calloway	PepsiCo, Inc. 700 Anderson Hill Road Purchase, NY 10577
Jess Hay	Texas Commerce Tower Suite 4300 East 2200 Ross Avenue Dallas, TX 75201
James R. Houghton	Corning Incorporated One Riverfront Plaza MP HQ E2-8 Corning, NY 14831
William R. Howell	J. C. Penney Company, Inc. 6501 Legacy Drive Plano, TX 75024
Philip E. Lippincott	Former Chairman Scott Paper Company
Harry J. Longwell	Exxon Corporation 5959 Las Colinas Blvd. Irving, TX 75039
Marilyn Carlson Nelson	Carlson Holdings, Inc. 12755 Highway 55 Minneapolis, MN 55441

<u>Name</u>	<u>Business Address</u>
Lee R. Raymond	Exxon Corporation 5959 Las Colinas Blvd. Irving, TX 75039
John H. Steele	Woods Hole Oceanographic Institute Crowell House #5 School Street Woods Hole MA 02543
Robert E. Wilhelm	Exxon Corporation 5959 Las Colinas Blvd. Irving, TX 75039
Joseph D. Williams	Warner-Lambert Company 182 Tabor Road Morris Plains, NJ 07950

Officers

<u>Name</u>	<u>Business Address</u>
Lee R. Raymond Chairman of the Board and President	Exxon Corporation 5959 Las Colinas Blvd. Irving, TX 75039
Rene' Dahan Senior Vice President	Exxon Company, International 200 Park Avenue, Building 222 Florham Park, NJ 07932
Edwin J. Hess Senior Vice President	Exxon Corporation 5959 Las Colinas Blvd. Irving, TX 75039
Harry J. Longwell Senior Vice President	Exxon Corporation 5959 Las Colinas Blvd. Irving, TX 75039
Robert E. Wilhelm Senior Vice President	Exxon Corporation 5959 Las Colinas Blvd. Irving, TX 75039
Anthony W. Atkiss Vice President - Public Affairs	Exxon Corporation 5959 Las Colinas Blvd. Irving, TX 75039

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<u>Name</u>	<u>Business Address</u>
Ansel L. Condray Vice President	Exxon Company, U.S.A. 800 Bell Street Houston, Texas 77002
William Bruce Cook Vice President & Controller	Exxon Corporation 5959 Las Colinas Blvd. Irving, TX 75039
James P. Harris General Manager - Corporate Planning	Exxon Corporation 5959 Las Colinas Blvd. Irving, TX 75039
Charles W. Matthews Vice President & General Counsel	Exxon Corporation 5959 Las Colinas Blvd. Irving, TX 75039
Thomas J. McDonagh, M.D Vice President - Medicine and Occupational Health	Exxon Company, International 222 Park Avenue Florham Park, NJ 07932
Ray B. Nesbitt Vice President	Exxon Chemical Company 580 Westlake Park Blvd. Houston, TX 77079
Edgar A. Robinson Vice President & Treasurer	Exxon Corporation 5959 Las Colinas Blvd. Irving, TX 75039
Charles D. Roxburgh Vice President	Exxon Coal & Minerals Company 2401 S. Gessner Houston, TX 77063
Daniel S. Sanders Vice President - Human Resources	Exxon Corporation 5959 Las Colinas Blvd. Irving, TX 75039
Donald E. Smiley Vice President - Washington Office	Exxon Corporation 2001 Pennsylvania, N.W. Suite 300 Washington, D.C. 20006
Frank B. Sprow Vice President- Environment & Safety	Exxon Corporation 5959 Las Colinas Blvd. Irving, TX 75039

<u>Name</u>	<u>Business Address</u>
Paul E. Sullivan Vice President & General Tax Counsel	Exxon Corporation 5959 Las Colinas Blvd. Irving, TX 75039
Jon L. Thompson Vice President	Exxon Exploration Company 233 Benmar Houston, TX 77060
T. Peter Townsend Vice President - Investor Relations & Secretary	Exxon Corporation 5959 Las Colinas Blvd. Irving, TX 75039

Witness my hand and the seal of said Corporation to the foregoing certificate this 12th day of February, 1996.

(Corporate Seal)


Assistant Secretary

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