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Apr 18 1997 8:00am
Secretary of State

PROFIT
CORPORATION
ANNUAL REPORT
1997



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

DOCUMENT # 824898 (1)
1. Corporation Name
UNION PACIFIC RESOURCES COMPANY

Principal Place of Business Mailing Address
801 CHERRY STREET INTERFIRST TOWERS 801 CHERRY STREET INTERFIRST TOWERS
P.O. BOX 7 MS 2801 P.O. BOX 7 MS 2801
FORT WORTH TX 76101 FORT WORTH TX 76101-0007

3. Date Incorporated or Qualified 08/05/1970 3a. Date of Last Report 05/01/1996
4. FEI Number 73-0739973 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. This corporation has liability for intangible tax under s. 199.032, Florida Statutes ☐ Yes ☒ No

2. Principal Place of Business 2a. Mailing Address
21 801 Cherry St. 26 801 Cherry St.
Suite, Apt. #, etc. Suite, Apt. #, etc.
22 City & State 27 City & State
23 Zip Country 28 Zip Country
24 76101-0007 25 29 30

9. Name and Address of Current Registered Agent
CT CORPORATION SYSTEM
1200 S PINE ISLAND RD
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

Signature, typed or printed name of registered agent and title if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	P	1.1 TITLE	C
NAME	MESSMAN, J. L.	1.2 NAME	J. L. Messman
STREET ADDRESS	801 CHERRY STREET	1.3 STREET ADDRESS	
CITY-ST-ZIP	FT. WORTH TX	1.4 CITY-ST-ZIP	
TITLE	VO	2.1 TITLE	
NAME	EULES, V.R.	2.2 NAME	
STREET ADDRESS	801 CHERRY STREET	2.3 STREET ADDRESS	
CITY-ST-ZIP	FORT WORTH TX 76101	2.4 CITY-ST-ZIP	
TITLE	S	3.1 TITLE	
NAME	KNOUSE, M.S.	3.2 NAME	
STREET ADDRESS	801 CHERRY STREET	3.3 STREET ADDRESS	
CITY-ST-ZIP	FORT WORTH TX 76101	3.4 CITY-ST-ZIP	
TITLE	T	4.1 TITLE	T
NAME	JACKSON, J.E.	4.2 NAME	B.M. Lamkin
STREET ADDRESS	801 CHERRY STREET	4.3 STREET ADDRESS	801 Cherry St.
CITY-ST-ZIP	FORT WORTH TX 76101	4.4 CITY-ST-ZIP	Ft. Worth, TX 76102
TITLE	VP	5.1 TITLE	
NAME	HANLEY, P.D.	5.2 NAME	M.B. Smith
STREET ADDRESS	801 CHERRY STREET	5.3 STREET ADDRESS	801 Cherry Street
CITY-ST-ZIP	FT. WORTH TX	5.4 CITY-ST-ZIP	Ft. Worth, TX 76102
TITLE	D	6.1 TITLE	
NAME	LEWIS, DREW	6.2 NAME	
STREET ADDRESS	EIGHTH AND EATON AVENUES	6.3 STREET ADDRESS	
CITY-ST-ZIP	BETHLEHEM PA 18018	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: [Signature]

CR2E034 (9/96)

UNION PACIFIC RESOURCES COMPANY

List of Officers and Directors

OFFICER'S TITLE	OFFICER'S NAME	SOCIAL SECURITY NO.	ADDRESS
President	* G. Lindahl III	422-60-8320	801 Cherry Street, Fort Worth, TX 76102
Chairman	* J. L. Messman	220-36-4611	801 Cherry Street, Fort Worth, TX 76102
Exec. Vice President	* V. R. Eales	050-30-8712	801 Cherry Street, Fort Worth, TX 76102
Vice President	A. M. Franklin	316-60-1342	801 Cherry Street, Fort Worth, TX 76102
Vice President	M. B. Smith	467-70-7770	801 Cherry Street, Fort Worth, TX 76102
Vice President	* J. A. LaSala	159-48-8842	801 Cherry Street, Fort Worth, TX 76102
Vice President	D. W. Niemiec	151-36-3382	801 Cherry Street, Fort Worth, TX 76102
Secretary	M. S. Knouse	182-38-1783	801 Cherry Street, Fort Worth, TX 76102
Vice President	J. B. Vering	505-62-5615	801 Cherry Street, Fort Worth, TX 76102
Controller	J. E. Jackson	449-29-7449	801 Cherry Street, Fort Worth, TX 76102
Asst. Treasurer	D. L. Edelmaier	505-62-4954	801 Cherry Street, Fort Worth, TX 76102
Asst. Treasurer	P. G. Schreck	190-48-3334	801 Cherry Street, Fort Worth, TX 76102
Director of Taxes	M. E. Calkins	375-52-4714	801 Cherry Street, Fort Worth, TX 76102
Asst. Secretary	C. A. Helstrom	457-15-0132	801 Cherry Street, Fort Worth, TX 76102
Asst. Secretary	M. L. Jones	455-94-9269	801 Cherry Street, Fort Worth, TX 76102
Asst. Secretary	C. Andrews	466-70-0177	801 Cherry Street, Fort Worth, TX 76102
Asst. Secretary	S. L. Groman	159-38-7159	801 Cherry Street, Fort Worth, TX 76102
Asst. Secretary	J. W. Burt	461-70-6831	801 Cherry Street, Fort Worth, TX 76102
Treasurer	B. M. Lamkin	465-70-4942	801 Cherry Street, Fort Worth, TX 76102
Director of Taxes	M. E. Calkins	375-52-4714	801 Cherry Street, Fort Worth, TX 76102

* Also a Director