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**Apr 10 1998 8:00am
Secretary of State**

NONPROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Morham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # 833575 (4)
 1. Corporation Name
AMERICAN PETROLEUM INSTITUTE



Principal Place of Business		Mailing Address	
1220 L STREET N.W. WASHINGTON DC 20005-4018		1220 L ST. NW WASHINGTON DC 20005-4018 US	
2. Principal Place of Business	2a. Mailing Address		
21	26		
Suite, Apt. #, etc.		Suite, Apt. #, etc.	
22	27		
City & State		City & State	
23	28		
Zip	Country	Zip	Country
24	25	29	30

DB-03712-X-X-9177

3. Date Incorporated or Qualified
01/02/1975

4. FEI Number 13-0433430	Applied For <input type="checkbox"/>
	Not Applicable <input type="checkbox"/>

5. Certificate of Status Desired **\$8.75 Additional Fee Required**

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

7. Is this nonprofit corporation a homeowners association?
 Yes No

8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. Yes No

9. Name and Address of Current Registered Agent

**THE PRENTICE-HALL CORPORATION SYSTEM INC.
 1201 HAYS STREET
 SUITE 105
 TALLAHASSEE FL 32301**

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 617.0502 and 617.1508, 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 617.0503, Florida Statutes.

SIGNATURE: _____ (NOTE: Registered Agent signature required when reinstating) DATE: _____

12. OFFICERS AND DIRECTORS

TITLE	COB	<input checked="" type="checkbox"/> DELETE
NAME	RAYMOND, LEE R	
STREET ADDRESS	5959 LAS COLINAS BLVD.	
CITY-ST-ZIP	IRVING TX 75039-2298	
TITLE	P	<input type="checkbox"/> DELETE
NAME	CAVANEY, RED	
STREET ADDRESS	1220 L STREET N.W.	
CITY-ST-ZIP	WASHINGTON DC 20005	
TITLE	VP	<input type="checkbox"/> DELETE
NAME	JANDROWITZ, FRANK J.	
STREET ADDRESS	1220 L STREET N.W.	
CITY-ST-ZIP	WASHINGTON DC	
TITLE	VP	<input type="checkbox"/> DELETE
NAME	CANES, MICHAEL	
STREET ADDRESS	1220 L STREET N.W.	
CITY-ST-ZIP	WASHINGTON DC	
TITLE	EVP	<input type="checkbox"/> DELETE
NAME	O'KEEFE, WILLIAM F.	
STREET ADDRESS	1220 L STREET N.W.	
CITY-ST-ZIP	WASHINGTON DC	
TITLE	VP	<input type="checkbox"/> DELETE
NAME	WIESE, ARTHUR E.	
STREET ADDRESS	1220 L STREET N.W.	
CITY-ST-ZIP	WASHINGTON DC	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	<i>see attached</i>
1.3 STREET ADDRESS	
1.4 CITY-ST-ZIP	
2.1 TITLE	
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY-ST-ZIP	
3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY-ST-ZIP	
4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	
4.3 STREET ADDRESS	
4.4 CITY-ST-ZIP	
5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY-ST-ZIP	
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	
6.3 STREET ADDRESS	
6.4 CITY-ST-ZIP	

14. 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 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 617, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: *William F. O'Keefe* 2/20/98 202-682-8000

CR2E037 (10/97)

1998 OFFICERS OF AMERICAN PETROLEUM INSTITUTE

<u>Name</u>	<u>Title</u>	<u>Address</u>
H. Laurance Fuller	Chairman of the Board	Amoco Corporation 200 E. Randolph Drive Chicago, IL 60601
Red Cavaney	President	American Petroleum Institute 1220 L Street, N.W. Washington, D.C. 20005
William F. O'Keefe	Executive Vice President	American Petroleum Institute 1220 L Street, N.W. Washington, D.C. 20005
Michael E. Canes	Vice President	American Petroleum Institute 1220 L Street, N.W. Washington, D.C. 20005
Frank J. Jandrowitz	Vice President	American Petroleum Institute 1220 L Street, N.W. Washington, D.C. 20005
Ronald L. Jones	Vice President	American Petroleum Institute 1220 L Street, N.W. Washington, D.C. 20005
Charles E. Sandler	Vice President	American Petroleum Institute 1220 L Street, N.W. Washington, D.C. 20005
Arthur E. F. Wiese	Vice President	American Petroleum Institute 1220 L Street, N.W. Washington, D.C. 20005
G. William Frick	Vice President, General Counsel & Secretary	American Petroleum Institute 1220 L Street, N.W. Washington, D.C. 20005
Mike R. Bowlin	Treasurer	ARCO 515 S. Flower Street Los Angeles, CA 90071

Listed below are the names and addresses of five members of API's Board of Directors:

Mr. W. W. Allen
Chairman and Chief Executive Officer
Phillips Petroleum Company
18 Phillips Building
Bartlesville, OK 74004

Mr. Keith E. Bailey
Chairman, President and Chief Executive Officer
The Williams Companies, Inc.
One Williams Center, St. 4900
Tulsa, OK 74172

Mr. Collis P. Chandler, Jr.
Chairman and Chief Executive Officer
The Chandler Company
475 17th Street, St. 1000
Denver, CO 80202

Mr. Ray L. Hunt
Chairman and Chief Executive Officer
Hunt Oil Company
1445 Ross Avenue
Dallas, TX 75202-2785

Mr. William E. Wade
President
ARCO
515 South Flower Street
Los Angeles, CA 90071

January 15, 1998

American Petroleum Institute

Board of Directors

1998

Mr. Charles W. Alcorn, Jr.
Director
VAALCO Energy, Inc.
P. O. Box 2879
Victoria, TX 77902

Mr. W. W. Allen
Chairman and Chief Executive
Officer
Phillips Petroleum Company
18 Phillips Building
Bartlesville, OK 74004

Mr. Robert J. Allison, Jr.
Chairman, President and Chief
Executive Officer
Anadarko Petroleum Corporation
P. O. Box 1330
Houston, TX 77251-1330

Mr. Eugene L. Ames, Jr.
Chairman
Venus Exploration, Inc.
1250 N.E. Loop 410, Suite 1000
San Antonio, TX 78209

Mr. Gordon M. Anderson
Chairman of the Board
Santa Fe International Corp.
Two Lincoln Centre, Suite 1100
5420 LBJ Freeway
Dallas, TX 75240

Mr. Philip F. Anschutz
Chairman and Chief Executive
Officer
The Anschutz Corporation
555 17th Street, Suite 2400
Denver, CO 80202

Mr. Keith E. Bailey
Chairman, President and Chief
Executive Officer
The Williams Companies, Inc.
One Williams Center
Suite 4900
Tulsa, OK 74172

Mr. James E. Barnes
Chairman of the Board, President
and Chief Executive Officer
MAPCO Inc.
P. O. Box 645
Tulsa, OK 74101-0645

Mr. Victor G. Beghini
President
Marathon Oil Company
P. O. Box 3128
Houston, TX 77253-3128

Mr. Peter I. Bijur
Chairman of the Board and
Chief Executive Officer
Texaco Inc.
2000 Westchester Avenue
White Plains, NY 10650

Mr. Charles Robert Black
Senior Vice President
Texaco Inc.
2000 Westchester Avenue
White Plains, NY 10650

Mr. Edward A. Blair
President and Group General
Manager
BHP Petroleum Americas, Inc.
1360 Post Oak Boulevard, Suite 500
Houston, TX 77056-3020

Mr. Charles L. Bowerman
Executive Vice President, Planning
and Corporate Relations & Services
Phillips Petroleum Company
18 Phillips Building
Bartlesville, OK 74004

Mr. Mike R. Bowlin
Chairman and Chief Executive
Officer
ARCO
515 South Flower Street
Los Angeles, CA 90071

Mr. John B. Brock
Chairman and Chief Executive
Officer
United Meridian Corporation
1201 Louisiana, Suite 1400
Houston, TX 77002-5603

Mr. J. A. "Fred" Brothers
Executive Vice President
Ashland Inc.
P. O. Box 391
Ashland, KY 41114

Mr. James L. Bryan
Senior Vice President
Dresser Industries, Inc.
P. O. Box 6504
Houston, TX 77265

Mr. Richard C. Campbell
President
BP Exploration (Alaska) Inc.
P. O. Box 196612
Anchorage, AK 99516-6612

Mr. William E. Carl
President
Carl Oil & Gas Company
P. O. Box 698
Beeville, TX 78104

Mr. Philip J. Carroll
President and Chief Executive Officer
Shell Oil Company
P. O. Box 2463
Houston, TX 77252-2463

Mr. Collis P. Chandler, Jr.
Chairman and Chief Executive
Officer
The Chandler Company
475 17th Street, Suite 1000
Denver, CO 80202

Mr. Paul W. Chellgren
Chairman and Chief Executive
Officer
Ashland Inc.
P. O. Box 391
Ashland, KY 41114

Mr. Richard B. Cheney
Chairman of the Board and
Chief Executive Officer
Halliburton Company
3600 Lincoln Plaza
500 North Akard Street
Dallas, TX 75201-3391

Mr. Donald W. Clayton
Chairman of the Board and
Chief Executive Officer
Howell Corporation
1500 Howell Building
1111 Fannin
Houston, TX 77002-6923

Mr. Ansel L. Condray
President
Exxon Company, U.S.A.
P. O. Box 2180
Houston, TX 77252-2180

Mr. Luke R. Corbett
Chairman of the Board and
Chief Executive Officer
Kerr-McGee Corporation
P. O. Box 25861
Oklahoma City, OK 73125

Mr. Thomas C. DeLoach
Chief Financial Officer and
Senior Vice President
Mobil Corporation
3225 Gallows Road
Fairfax, VA 22037

Mr. Claiborne P. Deming
President and Chief Executive
Officer
Murphy Oil Corporation
P. O. Box 7000
El Dorado, AR 71731-7000

Mr. Kenneth T. Derr
Chairman and Chief Executive
Officer
Chevron Corporation
575 Market Street
San Francisco, CA 94105

Mr. Cortlandt S. Dietler
Chairman of the Board
TransMontaigne Oil Company
P. O. Box 5660
Denver, CO 80217

Mr. Archie W. Dunham
President and Chief Executive
Officer
Conoco Inc.
P. O. Box 2197
Houston, TX 77252-2197

Mr. Gary Edwards
Executive Vice President,
Refining, Marketing, Supply &
Transportation
Conoco Inc.
P. O. Box 2197
Houston, TX 77252-2197

Mr. Anthony G. Fernandes
Executive Vice President
ARCO
515 South Flower Street
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Los Angeles, CA 90071

Mr. William D. Ford
Executive Vice President
Petroleum Products Sector
Amoco Corporation
200 East Randolph Drive
Mail Code 3000
Chicago, IL 60601

Mr. J. Louis Frank
President
Marathon Ashland Petroleum LLC
539 South Main Street
Findlay, OH 45840

Mr. H. Laurance Fuller
Chairman and Chief Executive
Officer
Amoco Corporation
200 East Randolph Drive
Chicago, IL 60601

Mr. Barry J. Galt
Chairman and Chief Executive
Officer
Seagull Energy Corporation
1001 Fannin - Suite 1700
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Mr. Carl P. Giardini
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Exploration and Production
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Chairman, President and Chief
Executive Officer
The Flexitallic Group, Inc.
450 Gears Road, Suite 790
Houston, TX 77067

Mr. Bruce C. Gottwald
Chairman and Chief Executive
Officer
Ethyl Corporation
330 South Fourth Street
Richmond, VA 23219

Mr. Floyd D. Gottwald, Jr.
Chairman of the Board
Albemarle Corporation
330 South Fourth Street
Richmond, VA 23218-2189

Mr. Ron W. Haddock
President and Chief Executive
Officer
FINA, Inc.
P. O. Box 2159
Dallas, TX 75221

Mr. Michel T. Halbouty
Chairman of the Board and
Chief Executive Officer
Michel T. Halbouty Energy Co.
5100 Westheimer Road
Houston, TX 77056

Mr. Frederic C. Hamilton
Chairman
The Hamilton Companies
1560 Broadway, Suite 2000
Denver, CO 80202

Mr. Albert Hrubetz
President
Hrubetz Oil Company
5949 Sherry Lane, Suite 525
Dallas, TX 75225

Mr. Roy M. Huffington
Chairman and Chief Executive
Officer
Roy M. Huffington, Inc.
P. O. Box 4337
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Mr. Ray L. Hunt
Chairman and Chief Executive
Officer
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Dallas, TX 75202-2785

Mr. W. Herbert Hunt
Petro-Hunt Corporation
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Dr. Ray R. Irani
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Officer
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10889 Wilshire Boulevard
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Mr. Sidney J. Jansma, Jr.
President and Chief Executive
Officer
Dominion Midwest Energy, Inc.
One Riverfront Plaza
Grand Rapids, MI 49503-2616

Mr. A. V. Jones, Jr.
Van Operating, Ltd.
Box 787
Albany, TX 76430

Mr. James F. Justiss, Jr.
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Justiss Oil Company, Inc.
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Jena, LA 71342-1385

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Mr. David L. Lemmon
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Officer
Colonial Pipeline Company
945 East Paces Ferry Road
Resurgens Plaza
Atlanta, GA 30326-0855

Mr. Jack E. Little
President and Chief Executive
Officer
Shell Exploration & Production
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Houston, TX 77252

Mr. William G. Lowrie
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Amoco Corporation
200 East Randolph Drive
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Mr. Max L. Lukens
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Chief Executive Officer
Baker Hughes Incorporated
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Mr. Frederick R. Mayer
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Petroro Corporation
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Denver, CO 80217

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Vice Chairman of the Board
Kerr-McGee Corporation
P. O. Box 25861
Oklahoma City, OK 73125

Mr. R. E. McKee
Executive Vice President,
Exploration Production
Conoco Inc.
P. O. Box 2197
Houston, TX 77252

Mr. Jack L. Messman
Chairman and Chief Executive
Officer
Union Pacific Resources Group Inc.
P. O. Box 7
Fort Worth, TX 76101-0007

Mr. C. John Miller
Chief Executive Officer
Miller Energy, Inc.
7900 Moorsbridge Road
Kalamazoo, MI 49024

Mr. J. M. Morgan*
President and Chief Executive Officer
Shell Oil Products Company
P. O. Box 2463
Houston, TX 77252-2463

*(Note: will serve as President & CEO of Equilon
Enterprises LLC -- location t.b.a.)

Mr. James J. Mulva
President and Chief Operating
Officer

Phillips Petroleum Company
18 Phillips Building
Bartlesville, OK 74004

Mr. Joseph H. Netherland
Vice President - FMC Energy &
Transportation Equipment General
Manager

FMC Corporation
P. O. Box 3091
Houston, TX 77253

Mr. James E. Nielson
President and Chief Executive Officer
Nielson & Associates
P. O. Box 2850
Cody, WY 82414

Mr. Lucio A. Noto
Chairman and Chief Executive Officer
Mobil Corporation
3225 Gallows Road
Fairfax, VA 22037-0001

Mr. David J. O'Reilly
President
Chevron Products Co.
575 Market Street, 21st Floor
San Francisco, CA 94105

Mr. C. R. Palmer
Chairman of the Board, Chief
Executive Officer and President
Rowan Companies, Inc.
5450 Transco Tower
2800 Post Oak Boulevard
Houston, TX 77056-6196

Mr. Robert L. Parker
Chairman
Parker Drilling Company
Eight East Third Street
Tulsa, OK 74103

Mr. James L. Pate
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and Chief Executive Officer
Pennzoil Company
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Houston, TX 77252-2967

Mr. Steven W. Percy
Chairman and Chief Executive Officer
BP America Inc.
200 Public Square, 10-3851-C
Cleveland, OH 44114-2375

Mr. Ross J. Pillari
Senior Vice President Marketing
Director Oil, U.S.A.
BP Oil Company
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Cleveland, OH 44114

Mr. Chesley Pruet
Owner
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Officer
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Houston, TX 77002

Mr. Douglas L. Rock
Chairman and Chief Executive Officer
Smith International, Inc.
16740 Hardy Street
Houston, TX 77032

Mr. Robert E. Rose
President and Chief Executive Officer
Diamond Offshore Drilling, Inc.
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Mr. Neil A. Smoak
Senior Vice President
Fina Oil and Chemical Company
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Dallas, TX 75221-2159

Mr. H. Leighton Steward
Vice Chairman, Chairman Executive
Committee
Burlington Resources
P. O. Box 60350
New Orleans, LA 70160

Mr. James N. Sullivan
Vice Chairman of the Board
Chevron Corporation
575 Market Street
San Francisco, CA 94105

Mr. William L. Thacker
Chairman, President and Chief
Executive Officer
Texas Eastern Products Pipeline
Company (TEPPCO)
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Mr. Jerry E. Thompson
Vice President
CITGO Petroleum Corporation
P. O. Box 3758
Tulsa, OK 74102

Mr. Glenn F. Tilton
Senior Vice President and
President, Global Businesses
Texaco Inc.
2000 Westchester Avenue
White Plains, NY 10650

Mr. David J. Tippeconnic
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CITGO Petroleum Corporation
P. O. Box 3758
Tulsa, OK 74102

Mr. H. A. True, III
President
Belle Fourche Pipeline Co.
P. O. Box 2360
Casper, WY 82602

Mr. William E. Wade
President
ARCO
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Los Angeles, CA 90071

Mr. Lew O. Ward
Chairman and Chief Executive Officer
Ward Petroleum Corporation
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Enid, OK 73702

Mr. John L. Whitmire
Chairman and Chief Executive
Officer
Union Texas Petroleum
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President
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Artesia, NM 88210

Mr. W. J. (Zeke) Zeringue
President
Halliburton Energy Services
5151 San Felipe, Suite 2500
Houston, TX 77056