

**FIL, NOW: FILING FEE AFTER MAY 1ST IS \$550.00**

**FILED**  
**May 01 1998 8:00am**  
**Secretary of State**

|  |   |   |
|--|---|---|
| <b>PROFIT CORPORATION ANNUAL REPORT 1998</b> |  | FLORIDA DEPARTMENT OF STATE<br><b>Sandra B. Northam</b><br>Secretary of State<br>DIVISION OF CORPORATIONS |
|--|---|---|

**DOCUMENT # 815565 (7)**  
1. Corporation Name  
**TEXAS INSTRUMENTS INCORPORATED**



|   |   |
|---|---|
| Principal Place of Business<br><b>18500 NORTH CENTRAL EXPRESSWAY<br/>P.O. BOX 850311, M/S 3998<br/>DALLAS TX 75265<br/>US</b> | Mailing Address<br><b>18500 NORTH CENTRAL EXPRESSWAY<br/>P.O. BOX 850311, M/S 3998<br/>DALLAS TX 75265<br/>US</b> |
|---|---|

DO NOT WRITE IN THIS SPACE

|  |  |   |  |  |   |   |   |  |
|--|--|---|--|--|---|---|---|--|
| 2. Principal Place of Business<br><b>21 8505 Forest Lane</b><br>Suite, Apt. #, etc.<br><b>22</b><br>City & State<br><b>23</b><br>Zip<br><b>24</b> Country<br><b>25</b> |  | 2a. Mailing Address<br><b>26 8505 Forest Lane</b><br>Suite, Apt. #, etc.<br><b>27</b><br>City & State<br><b>28</b><br>Zip<br><b>29</b> Country<br><b>30</b> |  | 3. Date Incorporated or Qualified<br><b>08/26/1961</b> | 4. FEI Number<br><b>75-0289970</b><br>Applied For<br>Not Applicable | 5. Certificate of Status Desired <input type="checkbox"/> <b>\$8.75 Additional Fee Required</b> | 6. Election Campaign Financing<br>Trust Fund Contribution <input type="checkbox"/> <b>\$5.00 May Be Added to Fees</b> | 8. This corporation owes or has paid the current year Intangible<br>Personal Property Tax due June 30. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No |
|--|--|---|--|--|---|---|---|--|

|  |  |  |  |  |  |  |  |
|--|--|--|--|--|--|--|--|
| 9. Name and Address of Current Registered Agent<br><b>CT CORPORATION SYSTEM<br/>1200 S. PINE ISLAND ROAD<br/>PLANTATION FL 33324</b> |  |  |  | 10. Name and Address of New Registered Agent<br><b>81 Name</b><br><b>82 Street Address (P.O. Box Number is Not Acceptable)</b><br><b>83</b><br><b>84 City</b> <b>FL</b> <b>85 Zip Code</b> |  |  |  |
|--|--|--|--|--|--|--|--|

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<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP | <b>P</b><br><b>ENGIBOUS, THOMAS J</b><br><b>18500-N-CENTRAL-EXPRESS</b><br><b>DALLAS TX</b><br><input type="checkbox"/> DELETE       | 1.1 TITLE<br>1.2 NAME<br>1.3 STREET ADDRESS<br>1.4 CITY-ST-ZIP | <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition<br><b>8505 Forest Lane</b> |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP | <b>C</b><br><b>ADAMS, JAMES R</b><br><b>18500-N-CENTRAL-EXPRESS</b><br><b>DALLAS TX</b><br><input type="checkbox"/> DELETE           | 2.1 TITLE<br>2.2 NAME<br>2.3 STREET ADDRESS<br>2.4 CITY-ST-ZIP | <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition<br><b>8505 Forest Lane</b> |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP | <b>D</b><br><b>BUSEY, JAMES B. IV</b><br><b>13500-N-CENTRAL-EXPRESS-</b><br><b>DALLAS TX</b><br><input type="checkbox"/> DELETE      | 3.1 TITLE<br>3.2 NAME<br>3.3 STREET ADDRESS<br>3.4 CITY-ST-ZIP | <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition<br><b>8505 Forest Lane</b> |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP | <b>GD</b><br><b>FRONTERHOUSE, GERALD W.</b><br><b>18500-N-CENTRAL-EXPRESS</b><br><b>DALLAS TX</b><br><input type="checkbox"/> DELETE | 4.1 TITLE<br>4.2 NAME<br>4.3 STREET ADDRESS<br>4.4 CITY-ST-ZIP | <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition<br><b>8505 Forest Lane</b> |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP | <b>VI</b><br><b>AYLESWORTH, WILLIAM A.</b><br><b>18500-N-CENTRAL-EXPRESS-</b><br><b>DALLAS TX</b><br><input type="checkbox"/> DELETE | 5.1 TITLE<br>5.2 NAME<br>5.3 STREET ADDRESS<br>5.4 CITY-ST-ZIP | <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition<br><b>8505 Forest Lane</b> |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP | <b>VS</b><br><b>AGNICH, RICHARD, J</b><br><b>18500-N-CENTRAL-EXPRESS-</b><br><b>DALLAS TX</b><br><input type="checkbox"/> DELETE     | 6.1 TITLE<br>6.2 NAME<br>6.3 STREET ADDRESS<br>6.4 CITY-ST-ZIP | <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition<br><b>8505 Forest Lane</b> |

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

SIGNATURE: *William A. Aylesworth*

4/15/98

877-877-1011

CR2E034 (10/97)

**TEXAS INSTRUMENTS INCORPORATED**  
**BOARD OF DIRECTORS AS OF**  
**December 31, 1997**

|                        |                                       |
|------------------------|---------------------------------------|
| James R. Adams         | Chairman of the Board                 |
| David L. Boren         | Director                              |
| James B. Busey IV      | Director                              |
| Daniel A. Carp         | Director                              |
| Thomas J. Engibous     | President and Chief Executive Officer |
| Gerald W. Fronterhouse | Director                              |
| David R. Goode         | Director                              |
| Wayne R. Sanders       | Director                              |
| Gloria M. Shatto       | Director                              |
| William P. Weber       | Vice Chairman                         |
| Clayton K. Yeutter     | Director                              |

**TEXAS INSTRUMENTS INCORPORATED**  
**OFFICERS AS OF**  
**December 31, 1997**

|                       |  |
|-----------------------|--|
| James R. Adams        | Chairman of the Board  |
| Thomas J. Engibous    | President and Chief Executive Officer                        |
| William P. Weber      | Vice Chairman  |
| Gary D. Clubb         | Executive Vice President                                     |
| David D. Martin       | Executive Vice President                                     |
| Richard K. Templeton  | Executive Vice President                                     |
| Richard J. Agnich     | Senior Vice President, Secretary and General Counsel         |
| William A. Aylesworth | Senior Vice President, Treasurer and Chief Financial Officer |
| Charles F. Nielson    | Vice President   |
| Elwin L. Skiles, Jr.  | Vice President   |

***The address of the above-named Directors and Officers is:***  
8505 Forest Lane, P.O. Box 660199, M/S 8658  
Dallas, TX 75266-0199

***Terms Expire:***  
All are elected annually until successors are duly qualified.