

FILE NOW: FILING FEE AFTER MAY 1 IS \$550.00

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**Apr 14 1997 8:00am
Secretary of State**

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # 558411 (5)

1. Corporation Name
MANATEE TOWING COMPANY



Principal Place of Business 8700 WEST FLAGLER STREET MIAMI FL 33174 US	Mailing Address NINE GREENWAY PLAZA ATTENTION CORP SECRETARY HOUSTON TX 77046-0802 US
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3. Date Incorporated or Qualified 01/27/1978	3a. Date of Last Report 05/01/1996
4. FEI Number 59-1836020	Applied For <input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

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

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 _____ (Signature, typed or printed name of registered agent and title if applicable) (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS

TITLE	D	<input type="checkbox"/> DELETE
NAME	ARLEDGE, DAVID A.	
STREET ADDRESS	9 GREENWAY PLAZA	
CITY - ST - ZIP	HOUSTON TX	
TITLE	SVPS	<input type="checkbox"/> DELETE
NAME	O'TOOLE, AUSTIN M.	
STREET ADDRESS	9 GREENWAY PLAZA	
CITY - ST - ZIP	HOUSTON TX	
TITLE	DP	<input type="checkbox"/> DELETE
NAME	HILL, DAN J.	
STREET ADDRESS	9 GREENWAY PLAZA	
CITY - ST - ZIP	HOUSTON TX	
TITLE	D	<input type="checkbox"/> DELETE
NAME	CORRALLO, CARL A	
STREET ADDRESS	NINE GREENWAY PLAZA	
CITY - ST - ZIP	HOUSTON TX 77046	
TITLE	SVP	<input type="checkbox"/> DELETE
NAME	HESSE, COBY C.	
STREET ADDRESS	9 GREENWAY PLAZA	
CITY - ST - ZIP	HOUSTON TX	
TITLE	D	<input type="checkbox"/> DELETE
NAME	KING, JAMES A	
STREET ADDRESS	NINE GREENWAY PLAZA	
CITY - ST - ZIP	HOUSTON TX 77046	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 CITY - ST - ZIP	
2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
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	Executive Vice President <input checked="" 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 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:  **Austin M. O'Toole, Secretary** Date: **04/07/97** (713) 877-1400 Daytime Phone: # _____

CR2E034 (9/96)

EXHIBIT A

MANATEE TOWING COMPANY

ADDITIONAL OFFICERS

(Name/Title/Address)

**Alberto N. Espino
8700 West Flagler St.
Miami, FL 33174**

**Executive Vice President
& Chief Operating Officer**

**Donald H. Gullquist
Nine Greenway Plaza
Houston, TX 77046**

Senior Vice President

**Coby C. Hesse
Nine Greenway Plaza
Houston, TX 77046**

Executive Vice President

**Daniel J. Daly, Jr.
Nine Greenway Plaza
Houston, TX 77046**

Vice President

**Thomas E. Jackson, Jr.
Nine Greenway Plaza
Houston, TX 77046**

Vice President

**Edward W. Knutsen
Nine Greenway Plaza
Houston, TX 77046**

Vice President

**Ronald D. Matthews
Nine Greenway Plaza
Houston, TX 77046**

Vice President and Treasurer

**David M. Green
Nine Greenway Plaza
Houston, TX 77046**

Controller

**Neil O. Bowman
Nine Greenway Plaza
Houston, TX 77046**

Assistant Secretary

Howard B. Senior
Nine Greenway Plaza
Houston, TX 77046

Assistant Secretary

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