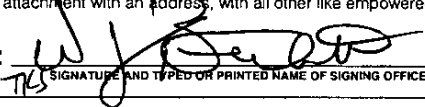


2005 FOR PROFIT CORPORATION ANNUAL REPORT

FILED
Mar 17, 2005 8:00 am
Secretary of State

03-17-2005 90022 039 ***150.00

DOCUMENT # 804503 1. Entity Name CHEVRON U.S.A. INC.					
Principal Place of Business 6001 BOLLINGER CANYON RD. SAN RAMON, CA 94583 US			Mailing Address 2613 CAMINO RAMON RM 5319 SAN RAMON, CA 94583 US		
2. Principal Place of Business Suite, Apt. #, etc. City & State Zip		3. Mailing Address 6001 BOLLINGER CANYON RD Suite, Apt. #, etc. BLDG. V/2309D City & State SAN RAMON, CA. Zip 94583			
Country		Country		4. FEI Number 25-0527925 Applied For ☐ Not Applicable	
5. Certificate of Status Desired ☐		\$8.75 Additional Fee Required			
6. Name and Address of Current Registered Agent THE PRENTICE-HALL CORPORATION SYSTEM, INC. 1201 HAYS STREET SUITE 105 TALLAHASSEE, FL 32301			7. Name and Address of New Registered Agent Name Street Address (P.O. Box Number is Not Acceptable) City FL Zip Code		
8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent. SIGNATURE _____ Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating)					
FILE NOW!!! FEE IS \$150.00 After May 1, 2005 Fee will be \$550.00		9. Election Campaign Financing Trust Fund Contribution. ☐		\$5.00 May Be Added to Fees	
10. OFFICERS AND DIRECTORS			11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11		
TITLE NAME STREET ADDRESS CITY-ST-ZIP	AS JONES, J. H., JR. 6001 BOLLINGER CANYON RD SAN RAMON, CA 94583	☒ Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	VP/AS TAYLOR, PAUL C. 6001 BOLLINGER CANYON RD. SAN RAMON, CA. 94583	☒ Change ☐ Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	PD WILCOX, RI 1111 BAGBY ST. HOUSTON, TX 77002	☐ Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	☐ Change ☐ Addition	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VSD BEEBE, L.I. 6001 BOLLINGER CANYON RD. SAN RAMON, CA 94583	☐ Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	☐ Change ☐ Addition	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	AS BRECHTEL, WJ 2613 CAMINO RAMON SAN RAMON, CA 94583	☒ Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	AS BRECHTEL, W. J. 6001 BOLLINGER CANYON RD. SAN RAMON, CA. 94583	☒ Change ☐ Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VP CAVANAUGH, P T 1401 I STREET, NW, STE 1200 WASHINGTON, DC 20005	☒ Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	☐ Change ☐ Addition	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VPT BENNETT, P V 2005 DIAMOND BLVD CONCORD, CA 94520	☐ Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	☐ Change ☐ Addition	
12. 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 report or supplemental 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 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.					
SIGNATURE: 			W. J. BRECHTEL/ASST SECRETARY 3/14/05 925-842-1000		
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #					

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CHEVRON U.S.A. INC.
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Directors

Business Address

L. I. Beebe	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
J. S. Bindra	6101 Bollinger Canyon Rd., San Ramon, CA. 94583
M. J. Foehr	6101 Bollinger Canyon Rd., San Ramon, CA. 94583
T. R. Thornton	1301 McKinney, Houston, TX. 77010
R. I. Wilcox	1111 Bagby St., Houston, TX. 77002

Name

Officers

Business Address

R. I. Wilcox	President	1111 Bagby St., Houston, TX. 77002
L. B. Barry	Vice-President	1401 Eye St. NW., Washington, DC 20005
L. I. Beebe	Vice-President & Secretary	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
P. V. Bennett	Vice-President & Treasurer	2005 Diamond Blvd, Concord, CA 94520
W. C. Taylor	Vice-President & Asst Secretary	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
M. J. Foehr	Vice-President	6101 Bollinger Canyon Rd., San Ramon, CA. 94583
G. H. Hagstrom	Vice-President	6001 Bollinger Canyon Rd., San Ramon, Ca. 94583
D. L. Paul	Vice-President	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
H. A. Payne	Vice-President	2613 Camino Ramon, San Ramon, CA. 94583
E. B. Scott	Vice-President	6001 Bollinger Canyon Rd, San Ramon, CA 94583
T. R. Thornton	Vice-President	1301 McKinney, Houston, TX. 77010
W. M. Williams	Vice-President	9525 Camino Media, Bakersfield, CA. 93311
S. P. Almy	Asst Secretary	6001 Bollinger Canyon Rd., San Ramon, CA. 94583
O. F. Baldwin II	Asst Secretary	11111 S. Wilcrest, Houston, TX 77099
J. M. Barnum	Asst Secretary	15 Smith Rd., Midland, TX. 79705
S. A. Berg	Asst Secretary	2613 Camino Ramon, San Ramon, CA. 94583
F. V. Bratcher	Asst Secretary	9525 Camino Media, Bakersfield, CA. 93311
W. J. Brechtel	Asst Secretary	6001 Bollinger Canyon Rd., San Ramon, CA 94583
R. M. Buelow	Asst Secretary	9525 Camino Media, Bakersfield, CA 93311
W. F. Byers	Asst Secretary	1111 Bagby St., Houston, TX. 77002
V. L. Byers III	Asst Secretary	9525 Camino Media, Bakersfield, CA 93311
G. R. Cain	Asst Secretary	935 Gravier Street, New Orleans, LA 70112
P. D. Cannon	Asst Secretary	2811 Hayes Rd., Houston, TX. 77082
M. L. Carthew	Asst Secretary	6101 Bollinger Canyon Rd., San Ramon, CA. 94583
R. P. Cohagan	Asst Secretary	11111 S. Wilcrest, Houston, TX 77099
J. K. Couvillion	Asst Secretary	935 Gravier Street, New Orleans LA 70112
J. W. Crowley	Asst Secretary	6001 Bollinger Canyon Rd, San Ramon, CA 94583
R. L. Curry	Asst Secretary	1111 Bagby St, Houston, TX. 77002
T. J. Daughtrey-Kramer	Asst Secretary	2811 Hayes Rd., Houston, TX 77082
J. T. DeClaire	Asst Secretary	2003 Diamond Blvd., Concord CA. 94520-5738
G. D. Desai	Asst Secretary	1111 Bagby St., Houston, TX. 77002
J. E. Dickinson	Asst Secretary	1111 Bagby St., Houston, TX. 77002
J. G. di Zerega	Asst Secretary	4601 DTC Blvd, Denver Co. 80237
D. M. Drago	Asst Secretary	6001 Bollinger Canyon Rd., San Ramon, Ca. 94583
M. Ducros	Asst Secretary	2003 Diamond Blvd., Concord, CA. 94520
D. L. Ely	Asst Secretary	100 Chevron Way, Richmond, CA 94802
J. J. Ely	Asst Secretary	2613 Camino Ramon, San Ramon, Ca. 94583
D. L. Farr	Asst Secretary	935 Gravier Street, New Orleans, LA. 70112
G. M. Flaherty	Asst Secretary	11111 S. Wilcrest, Houston, Tx. 77099
M. H. Forman	Asst Secretary	1111 Bagby St., Houston, TX. 77002
C. D. Frisbie	Asst Secretary	15 Smith Rd., Midland, TX 79705
J. D. Gass	Asst Secretary	6001 Bollinger Canyon Rd., San Ramon, Ca. 94583
J. Gaston	Asst Secretary	1400 Woodlands Forest Dr., The Woodlands TX. 77380

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CHEVRON U.S.A. INC.

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N. Godfrey	Asst Secretary	6001 Bollinger Canyon Rd., San Ramon, CA. 94583
C. H. Guthrie	Asst Secretary	6001 Bollinger Canyon Rd., San Ramon, CA. 94583
D. R. Haley	Asst Secretary	1111 Bagby St., Houston, TX. 77002
G. Handel	Asst Secretary	1111 Bagby St., Houston, TX. 77002
R. J. Harris	Asst Secretary	6001 Bollinger Canyon Rd., San Ramon, CA. 94583
G. Hejtmanek	Asst Secretary	1111 Bagby St., Houston, TX. 77002
G. D. Henderson	Asst Secretary	4900 California Ave., Bakersfield, CA 93302
M. A. Humphrey	Asst Secretary	500 Fifth Avenue, S.W., Calgary, T2P OL7, Canada
M. B. S. Hyder	Asst Secretary	2300 Windy Ridge PKWY, Atlanta, Georgia 30339-5673
M. B. Jennings	Asst Secretary	9525 Camino Media, Bakersfield, CA. 93311
L. W. Johns	Asst Secretary	9525 Camino Media, Bakersfield, CA 93311
J. H. Jones, Jr.	Asst Secretary	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
R. J. Kolb	Asst Secretary	1301 McKinney, Houston, TX 77251
R. Lagorio-French	Asst Secretary	6101 Bollinger Canyon Rd, San Ramon, CA 94583
J. G. Larre	Asst Secretary	935 Gravier Street, New Orleans, LA 70112
J. S. Lastrapes	Asst Secretary	1301 McKinney, Houston, TX 77010
R. Lavorerio	Asst Secretary	1200 State Street, Perth Amboy, NJ 08861
T. D. Leveille	Asst Secretary	2333 Ponce De Leon Blvd., Coral Gables, FL.33134
J. T. Levy	Asst Secretary	44 St. Georges Terrace., Perth, 6000 Australia
T. J. Linardi	Asst Secretary	2300 Windy Ridge Pkwy., Atlanta, GA 30339
S. E. Lystad	Asst Secretary	145 S. State college, Brea. Ca. 92821
C. N. Macfarlane	Asst Secretary	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
C. B. Marley	Asst Secretary	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
P. P. Martin	Asst Secretary	145 S. State college, Brea. Ca. 92821
P. Massih	Asst Secretary	1331 Lamar, Houston, Tx. 77010
B. G. McCloskey	Asst Secretary	5750 Johnston St., Lafayette, LA. 70503
M. B. Meyer	Asst Secretary	1301 McKinney, Houston, TX 77010
G. C. Morby	Asst Secretary	1111 Bagby Street, Houston, TX. 77002
J. B. Mott	Asst Secretary	1301 McKinney, Houston, TX 77010
A. J. Naquin	Asst Secretary	935 Gravier Street, New Orleans, LA 70112
R. C. Neff	Asst Secretary	1301 McKinney, Houston, TX. 77010
M. A. Nelson	Asst Secretary	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
N. A. Norris	Asst Secretary	145 S. State College, Brea, Ca. 92821
L. J. Oliver	Asst Secretary	6001 Bollinger Canyon Rd, San Ramon, CA 94583
C. A. Peterhansen	Asst Secretary	6101 Bollinger Canyon Rd., San Ramon, CA. 94583
R. M. Petersen	Asst Secretary	1301 McKinney, Houston, TX 77010
J. P. Phinny	Asst Secretary	4800 Fournace Place, Bellaire, TX. 77401
J. C. Polikoff	Asst Secretary	2300 Windy Ridge Pkwy., Atlanta, Georgia. 31126-0616
H. Porkett	Asst Secretary	6101 Bollinger Canyon Dr., San Ramon, CA. 94583
C. A. Quartana	Asst Secretary	1301 McKinney, Houston, TX 77010
D. R. Retz	Asst Secretary	2003 Diamond Blvd., Concord, CA 94520-5738
R. R. Ritter	Asst Secretary	KM. 4 Boulevard Del Sur, San Pedro Sula, Honduras
P. A. R. Rixon	Asst Secretary	#2 Portman Street, London, WH1 OAN, England
C. K. L. Robertson	Asst Secretary	2613 Camino Ramon, San Ramon, CA. 94583
A. S. Robinson	Asst Secretary	1301 McKinney, Houston, TX 77010
D. Rocha	Asst Secretary	6001 Bollinger Canyon Rd., San Ramon, CA. 94583
K. C. Schafer	Asst Secretary	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
R. J. Schneider	Asst Secretary	935 Gravier Street, New Orleans, LA 70112
G. D. Schuman	Asst Secretary	1301 McKinney, Houston, Tx. 77010
A. H. Singer	Asst Secretary	2613 Camino Ramon, San Ramon, CA. 94583
M. C. Smith	Asst Secretary	935 Gravier Street, New Orleans, LA 70112
F. G. Soler	Asst Secretary	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
D. R. Stevenson	Asst Secretary	1301 McKinney, Houston, TX 77010
J. G. Suminski	Asst Secretary	1301 McKinney, Houston, TX 77010
R. B. Taylor	Asst Secretary	4900 California Avenue, Ste., Bakersfield, CA 93309
D. J. Triplitt	Asst Secretary	2613 Camino Ramon, San Ramon, CA. 94583

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P. R. Truebenbach	Asst Secretary	6001 Bollinger Canyon Rd., San Ramon, CA. 94583
G. Tsuchiya	Asst Secretary	6001 Bollinger Canyon Rd., San Ramon, CA. 94583
W. K. Turner	Asst Secretary	2613 Camino Ramon, San Ramon, CA. 94583
A. H. Uzzell	Asst Secretary	1301 McKinney, Houston, TX 77010
R. R. Veiga	Asst Secretary	2333 Ponce De Leon Blvd., Coral Gables, FL. 33134
T. N. Valli	Asst Secretary	6001 Bollinger Canyon Rd., San Ramon, CA. 94583
A. E. Wacker	Asst Secretary	1301 McKinney, Houston, TX 77251
R. B. Wagstaff	Asst Secretary	1301 McKinney, Houston, TX 77010
D. M. Walker	Asst Secretary	2300 Windy Ridge PKWY, STE 800, Atlanta, GA. 30339-5673
P. G. Walker	Asst Secretary	935 Gravier Street, New Orleans, LA 70112
R. Walker	Asst Secretary	2300 Windy Ridge PKWY, Atlanta, GA. 30339-5673
D. A. Walsh	Asst Secretary	6001 Bollinger Canyon Rd, San Ramon, CA 94583
T. O. Watson	Asst Secretary	145 S. State College, Brea, Ca. 92821
M. G. Winston	Asst Secretary	6001 Bollinger Canyon Rd., San Ramon, CA. 94583
K. J. Wolahan	Asst Secretary	2333 Ponce De Leon Blvd., Coral Gables, FL. 33134
E. G. Wong	Asst Secretary	6001 Bollinger Canyon Rd, San Ramon, CA 94583
D. K. Wright	Asst Secretary	1301 McKinney, Houston, TX 77010
L. C. LaFleur	Asst Secretary	1111 Bagby St., Houston, TX. 77002
J. R. Williams	Asst Secretary	935 Gravier Street, New Orleans, LA 70112
H. Xun	Asst Secretary	6001 Bollinger Canyon Rd., San Ramon, CA. 94583
P. E. Yarrington	Asst Secretary	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
W. J. Young	Asst Secretary	2300 Windy Ridge Pkwy, Suite 800, Atlanta, GA 30339
C. S. Ziemba	Asst Secretary	6001 Bollinger Canyon Rd., San Ramon, Ca. 94583
R. C. Gordan	Asst Treasurer	6001 Bollinger Canyon Rd., San Ramon, CA. 94583
R. E. Lee	Asst Treasurer	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
C. Lee	Asst Treasurer	Caltex House 30 Raffles Place, Singapore, 627890
J. D. Lyness	Asst Treasurer	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
S. H. Peth	Asst Treasurer	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
K. Riemer	Asst Treasurer	Caltex House 30 Raffles Place, Singapore, Singapore 627890
H. B. Sheppard	Asst Treasurer	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
P. A. Wright	Asst Treasurer	30 Raffles Place, Singapore 048622

Term Expires: On next annual meeting of stockholders or upon election or appointment of successors.

02/16/05