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Mar 21 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 # 810279 (0)  
1. Corporation Name  
HOMESTAKE SULPHUR COMPANY, INC.



Principal Place of Business: 850 CALIFORNIA STREET SAN FRANCISCO CA 94108-2788  
Mailing Address: 650 CALIFORNIA STREET SAN FRANCISCO CA 94108-2702

3. Date Incorporated or Qualified: 03/28/1955  
3a. Date of Last Report: 05/01/1996  
4. FEI Number: 13-1759179  
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: 21, 22, 23, 24  
2a. Mailing Address: 26, 27, 28, 29, 30  
Suite, Apt. #, etc.  
City & State  
Zip 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, 85 Zip Code (FL)

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: \_\_\_\_\_ (NOTE: Registered Agent signature required when reinstating) DATE: \_\_\_\_\_

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	C CONGER, HARRY M. 650 CALIFORNIA ST. SAN FRANCISCO CA 94108	1.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	V ELAM, GENE G. 650 CALIFORNIA ST. SAN FRANCISCO CA 94108	1.2 NAME	<input type="checkbox"/> Change <input type="checkbox"/> Addition
STREET ADDRESS	S KIRK, WAYNE 650 CALIFORNIA ST. SAN FRANCISCO CA	1.3 STREET ADDRESS	<input type="checkbox"/> Change <input type="checkbox"/> Addition
CITY-ST-ZIP	P THOMPSON, JACK E. 650 CALIFORNIA ST. SAN FRANCISCO CA	1.4 CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE	V GRABER, LEE A. 650 CALIFORNIA ST. SAN FRANCISCO CA 94108	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	T BERGER, JAN P 650 CALIFORNIA ST. SAN FRANCISCO CA 94108	2.2 NAME	<input type="checkbox"/> Change <input type="checkbox"/> Addition
STREET ADDRESS		2.3 STREET ADDRESS	<input type="checkbox"/> Change <input type="checkbox"/> Addition
CITY-ST-ZIP		2.4 CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE		3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		3.2 NAME	<input type="checkbox"/> Change <input type="checkbox"/> Addition
STREET ADDRESS		3.3 STREET ADDRESS	<input type="checkbox"/> Change <input type="checkbox"/> Addition
CITY-ST-ZIP		3.4 CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE		4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		4.2 NAME	<input type="checkbox"/> Change <input type="checkbox"/> Addition
STREET ADDRESS		4.3 STREET ADDRESS	<input type="checkbox"/> Change <input type="checkbox"/> Addition
CITY-ST-ZIP		4.4 CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE		5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		5.2 NAME	<input type="checkbox"/> Change <input type="checkbox"/> Addition
STREET ADDRESS		5.3 STREET ADDRESS	<input type="checkbox"/> Change <input type="checkbox"/> Addition
CITY-ST-ZIP		5.4 CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE		6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		6.2 NAME	<input type="checkbox"/> Change <input type="checkbox"/> Addition
STREET ADDRESS		6.3 STREET ADDRESS	<input type="checkbox"/> Change <input type="checkbox"/> Addition
CITY-ST-ZIP		6.4 CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition

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, as changed, or on a attachment with an address.

SIGNATURE: *Michael C. Carroll* 2/26/97 415-981-8150  
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR: Michael C. Carroll - Director of Tax + Asst. Sec. Date: \_\_\_\_\_

CR2E034 (9/96)

**HOMESTAKE SULPHUR COMPANY (Delaware)**

**OFFICERS**

Jack E. Thompson, President	650 California St., San Francisco, CA 94108-2788
Gil J. Leathley, Vice President	650 California St., San Francisco, CA 94108-2788
Gene G. Elam, Vice President	650 California St., San Francisco, CA 94108-2788
Lee A. Graber, Vice President	650 California St., San Francisco, CA 94108-2788
Wayne Kirk, Secretary	650 California St., San Francisco, CA 94108-2788
David W. Peat, Vice President/Controller	650 California St., San Francisco, CA 94108-2788
Jan P. Berger, Treasurer	650 California St., San Francisco, CA 94108-2788
Michael L. Carroll, Assistant Secretary	650 California St., San Francisco, CA 94108-2788
Dennis B. Goldstein, Assistant Secretary	650 California St., San Francisco, CA 94108-2788
Thomas H. Wong, Assistant Treasurer and Assistant Secretary	650 California St., San Francisco, CA 94108-2788

**DIRECTORS**

Jack E. Thompson	650 California St., San Francisco, CA 94108-2788
Gene G. Elam	650 California St., San Francisco, CA 94108-2788
Wayne Kirk	650 California St., San Francisco, CA 94108-2788
Gil J. Leathley	650 California St., San Francisco, CA 94108-2788