

FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00

APPROVED

95 MAY - 1 10 2: 50

TALLAHASSEE, FLORIDA

CORPORATION FLORIDA DEPARTMENT OF STATE
ANNUAL REPORT Sandra B. Mertham
1995 Secretary of State
 DIVISION OF CORPORATIONS

DOCUMENT # 810774 (0)
1. Corporation Name
PETROFINA - U.S. INCORPORATED

Principal Place of Business Mailing Address
8350 N. CENTRAL EXPY PO BOX 2159
DALLAS, TEXAS 75206 DALLAS, TEXAS 75221

DO NOT WRITE IN THIS SPACE
3. Date Incorporated or Qualified 01/27/56
3a. Date of Last Report 05-01-94

2. Principal Place of Business **2a. Mailing Address**
21 **26**

4. FEI Number 13-3223242
Applied For
 Not Applicable

Suite, Apt. #, etc. **22** Suite, Apt. #, etc. **27**

5. Certificate of Status Desired **\$0.75 Additional**
 Fee Required

City & State **23** **City & State** **28**

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

Zip **Country** **24** **25** **Zip** **Country** **29** **30**

8. This corporation has liability for intangible tax under S. 199.032,
Florida Statutes Yes No

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

C.T. CORPORATION SYSTEM
1200 S. PINE ISLAND ROAD
PLANTATION, FL 33324

81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
 700001497957
83 -05/24/95-01040-006
 ***200.00 ***200.00
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
 (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 VP/D
NAME GODFREY, CULLEN MICHEAL
STREET ADDRESS 5308 BLACKHAWK
CITY-ST-ZIP PLANO, TX 75093

1.1 TITLE Change Addition
1.2 NAME
1.3 STREET ADDRESS
1.4 CITY-ST-ZIP

TITLE P/D
NAME HADDOCK, RONALD W.
STREET ADDRESS 3012 BRYN MAWR
CITY-ST-ZIP DALLAS, TX 75225

2.1 TITLE Change Addition
2.2 NAME
2.3 STREET ADDRESS
2.4 CITY-ST-ZIP

TITLE VP/CFO/TREAS
NAME BERCY, YVES
STREET ADDRESS 13308 PURPLE SAGE
CITY-ST-ZIP DALLAS, TX 75240

3.1 TITLE Change Addition
3.2 NAME
3.3 STREET ADDRESS
3.4 CITY-ST-ZIP

TITLE SECRETARY
NAME MIDDLETON, LINDA
STREET ADDRESS 18108 ARAMIS LANE
CITY-ST-ZIP PLANO, TX 75023

4.1 TITLE Change Addition
4.2 NAME
4.3 STREET ADDRESS
4.4 CITY-ST-ZIP

TITLE CONTROLLER
NAME RUPP, KEVIN A.
STREET ADDRESS 3832 NANTUCKETT
CITY-ST-ZIP PLANO, TX 75023

5.1 TITLE Change Addition
5.2 NAME
5.3 STREET ADDRESS
5.4 CITY-ST-ZIP

TITLE D/COB
NAME MEEK, PAUL D.
STREET ADDRESS 1 ST. LAURENT PLACE
CITY-ST-ZIP DALLAS, TX 75225

6.1 TITLE Change 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 is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(h) 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 (0)

SIGNATURE: *Linda Middleton* **LINDA MIDDLETON** 04-25-95 214-750-2400
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

AW

04-12-95

PETROFINA - U.S. INCORPORATED
(Name changed from U.S. Petrofina, Incorporated)
- A Delaware Corporation -
Incorporated 01-24-56
Tax ID#13-3223242

OFFICERS

Ronald W. Haddock
3012 Bryn Mawr
Dallas, TX 75225
SS# 347-32-7421

President
Chief Executive Officer

Paul D. Meek
1 St. Laurent Place
Dallas, TX 75225
SS# 450-32-8670

Chairman of the Board

Yves Bercy
13308 Purple Sage
Dallas, TX 75240
SS#629-36-6626

Vice President
Chief Financial Officer
Treasurer

Cullen M. Godfrey
5308 Blackhawk
Plano, TX 75093
SS#453-70-7336

Vice President
General Counsel

Michael J. Couch
8714 Sunshire
Dallas, TX 75231
SS#446-56-2867

Vice President of
Supply & Transportation

Howard Patrick Jack
2129 Lattice Court
Plano, TX 75075
SS#252-76-4422

Vice President of Chemicals

PETROFINA - U.S. INCORPORATED
LIST OF OFFICERS AND DIRECTORS (PAGE 2)
04-12-95

Neil A. Smoak
5025 Amesbury Plaza #218
Dallas, TX 75206
SS# 247-72-0883

**Vice President of Exploration &
Production**

Samuel Robert West
7434 La Manga
Dallas, TX 75238
SS# 459-60-6881

**Vice President of Audit &
Compliance**

Kevin A. Rupp
3832 Nantucket
Plano, TX 75023
SS# 454-13-6669

Controller

Linda Middleton
18108 Aramis Lane
Plano, TX 75023
SS# 492-56-6303

Secretary

Robert D. Kilpatrick
9304 Seagrove
Dallas, TX 75252
SS# 485-60-5948

Assistant Secretary

Bill Taylor
17827 Crossing Blvd.
Baton Rouge, LA 70810
SS# 459-94-4835

Assistant Treasurer

DIRECTORS

Ronald W. Haddock
3012 Bryn Mawr
Dallas, TX 75225
SS# 347-32-7421

Cullen M. Godfrey
5308 Blackhawk
Plano, TX 75093
SS# 453-70-7336

Paul D. Meek
1st Laurent Place
Dallas, TX 75225
SS# 450-32-8670

Business Address of All Officers & Directors

8350 North Central Expressway
Dallas, TX 75206