

(14)

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

FILED

May 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 # 810774 (0)

1. Corporation Name  
PETROFINA - U.S. INCORPORATED

Principal Place of Business

8350 N. CENTRAL EXPWY  
DALLAS TX 75206  
US

Mailing Address

P.O. BOX 2159  
DALLAS TX 75221-2159



2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 01/27/1956	3a. Date of Last Report 05/01/1996
21. Suite, Apt. #, etc.	26. Suite, Apt. #, etc.			4. FEI Number 13-3223242	Applied For Not Applicable
22. City & State	27. City & State			5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
23. Zip	28. Zip			6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
24. Country	29. Country			8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input type="checkbox"/> No	
9. Name and Address of Current Registered Agent				10. Name and Address of New Registered Agent	
CT CORPORATION SYSTEM 1200 S. PINE ISLAND ROAD PLANTATION FL 33324				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		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	PDO <input type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	HADDOCK, RONALD W.	1.2 NAME	
STREET ADDRESS	3012 BRYN MAWR	1.3 STREET ADDRESS	
CITY - ST - ZIP	DALLAS TX	1.4 CITY - ST - ZIP	
TITLE	DCOB <input type="checkbox"/> DELETE	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MEEK, PAUL D.	2.2 NAME	
STREET ADDRESS	3111 WELBORN APT #1201	2.3 STREET ADDRESS	
CITY - ST - ZIP	DALLAS TX	2.4 CITY - ST - ZIP	
TITLE	VPO <input type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	GODFREY, CULLEN MICHEAL	3.2 NAME	
STREET ADDRESS	5308 BLACKHAWK	3.3 STREET ADDRESS	
CITY - ST - ZIP	PLANO TX 75093	3.4 CITY - ST - ZIP	
TITLE	VTCO <input type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BERCY, YVES	4.2 NAME	
STREET ADDRESS	13308 PURPLE SAGE	4.3 STREET ADDRESS	
CITY - ST - ZIP	DALLAS TX 75240	4.4 CITY - ST - ZIP	
TITLE	CONT <input type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	RUPP, KEVIN A.	5.2 NAME	
STREET ADDRESS	3832 NANTUCKETT	5.3 STREET ADDRESS	
CITY - ST - ZIP	PLANO TX 75023	5.4 CITY - ST - ZIP	
TITLE	VPST <input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	COUCH, MICHAEL J.	6.2 NAME	
STREET ADDRESS	6102 LAKEHURST	6.3 STREET ADDRESS	
CITY - ST - ZIP	DALLAS TX	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

*Linda Middleton*

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

*Linda Middleton*

Secretary

4/22/97

Date

(214) 750-2400

Daytime Phone #

0494614

CR2E034 (9/96)

10-09-96

**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**  
3111 Welborn, Apt#1201  
Dallas, TX 75219  
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**  
6102 Lakehurst  
Dallas, TX 75230  
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)**  
**10-09-96**

**Neil A. Smoak**  
5025 Amesbury, Apt 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  
Dallas, TX 75252  
SS# 492-56-6303

**Secretary**

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

**Assistant Secretary**

**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**  
3111 Welborn, Apt#1201  
Dallas, TX 75219  
SS# 450-32-8670

**Business Address of All Officers & Directors**

8350 North Central Expressway  
Dallas, TX 75206