

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

FILED

Apr 30 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
--	---	--

DOCUMENT # 813456 (1)
1. Corporation Name
KERR-MCGEE CORPORATION

Principal Place of Business
KERR MCGEE CENTER
(TAX DEPT.)
OKLAHOMA CITY OK 73125

Mailing Address
KERR MCGEE CENTER
(TAX DEPT.)
OKLAHOMA CITY OK 73125

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 03/04/1959	
21 Suite, Apt. #, etc.	22 City & State	26 Suite, Apt. #, etc.	27 City & State	4. FEI Number 73-0311467	Applied For Not Applicable
23 Zip	25 Country	28 Zip	30 Country	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 owes or has paid the current year Intangible Personal Property Tax due June 30. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

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 _____
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	PD	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MCKENNY, J W	1.2 NAME	See Attached List
STREET ADDRESS	KERR MCGEE CENTER	1.3 STREET ADDRESS	
CITY-ST-ZIP	OKLAHOMA CITY, OK 00000	1.4 CITY-ST-ZIP	
TITLE	CO	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MCPHERSON, FRANK A	2.2 NAME	
STREET ADDRESS	KERR MCGEE CENTER	2.3 STREET ADDRESS	
CITY-ST-ZIP	OKLAHOMA CITY, OK 00000	2.4 CITY-ST-ZIP	
TITLE	VTA	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	STEPHENS, THOMAS B	3.2 NAME	
STREET ADDRESS	KERR MCGEE CENTER	3.3 STREET ADDRESS	
CITY-ST-ZIP	OKLAHOMA CITY, OK 00000	3.4 CITY-ST-ZIP	
TITLE	VS	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MCDANIEL, TOM J.	4.2 NAME	
STREET ADDRESS	KERR MCGEE CENTER	4.3 STREET ADDRESS	
CITY-ST-ZIP	OKLAHOMA CITY, OK 00000	4.4 CITY-ST-ZIP	
TITLE	VP	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	RICHARDS, KENNETH J.	5.2 NAME	
STREET ADDRESS	KERR-MCGEE CENTER	5.3 STREET ADDRESS	
CITY-ST-ZIP	OKLAHOMA CITY, OK 00000	5.4 CITY-ST-ZIP	
TITLE	AS	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	HAGER, DON	6.2 NAME	
STREET ADDRESS	KERR-MCGEE CENTER	6.3 STREET ADDRESS	
CITY-ST-ZIP	OKLAHOMA CITY, OK 00000	6.4 CITY-ST-ZIP	

14. 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 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:  Mark M. Veazey
Asst. Treasurer 4/17/98 (405) 270-1313

CR2E034 (10/97)

KERR-McGEE CORPORATION
LIST OF OFFICERS

NAME	TITLE	DIRECTORS	ADDRESS
Luke R. Corbett	Chairman of the Board & Chief Executive Officer	Director	Kerr-McGee Center Oklahoma City, OK 73125
Tom J. McDaniel	Vice Chairman of the Board	Director	Kerr-McGee Center Oklahoma City, OK 73125
John C. Linehan	Executive Vice President & Chief Financial Officer		Kerr-McGee Center Oklahoma City, OK 73125
Kenneth W. Crouch	Senior Vice President		Kerr-McGee Center Oklahoma City, OK 73125
Jim F. Gulon	Senior Vice President		Kerr-McGee Center Oklahoma City, OK 73125
William D. Hake	Senior Vice President		Kerr-McGee Center Oklahoma City, OK 73125
Russell G. Horner, Jr.	Secretary & General Counsel		Kerr-McGee Center Oklahoma City, OK 73125
Michael G. Webb	Senior Vice President		Kerr-McGee Center Oklahoma City, OK 73125
W. P. Woodward	Senior Vice President		Kerr-McGee Center Oklahoma City, OK 73125
Julius C. Hilburn	Vice President - Human Resources		Kerr-McGee Center Oklahoma City, OK 73125
Deborah A. Kitchens	Vice President & Controller		Kerr-McGee Center Oklahoma City, OK 73125
John M. Rauh	Vice President, Treasurer, & Assistant Secretary		Kerr-McGee Center Oklahoma City, OK 73125
George D. Christiansen	Vice President - Safety and Environmental Affairs		Kerr-McGee Center Oklahoma City, OK 73125
Jean B. Wallace	Vice President - General Administration		Kerr-McGee Center Oklahoma City, OK 73125

KERR-McGEE CORPORATION
LIST OF OFFICERS

NAME	TITLE	DIRECTORS	ADDRESS
Don Hager	Assistant Secretary		Kerr-McGee Center Oklahoma City, OK 73125
Mark M. Veazey	Assistant Treasurer		Kerr-McGee Center Oklahoma City, OK 73125
Melody Walke	Assistant Treasurer		Kerr-McGee Center Oklahoma City, OK 73125
Paul M. Anderson		Director	Kerr-McGee Center Oklahoma City, OK 73125
Bennett E. Bidwell		Director	c/o Chrysler Corporation P.O. Box 1919 Detroit, MI 48288
Martin C. Jischke		Director	Kerr-McGee Center Oklahoma City, OK 73125
William C. Morris		Director	280 Park Avenue, Ste. 2501 New York, NY 10017
John J. Murphy		Director	1600 Pacific Building, Box 718 Dallas, TX 75221
Leroy C. Richie		Director	Kerr-McGee Center Oklahoma City, OK 73125
Richard M. Rompala		Director	Kerr-McGee Center Oklahoma City, OK 73125
Farah M. Walters		Director	Kerr-McGee Center Oklahoma City, OK 73125