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Mar 16 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # 813845 (5)

1. Corporation Name
AMERICAN OIL COMPANY



Principal Place of Business 200 EAST RANDOLPH DRIVE MAIL CODE 2401A CHICAGO IL 60601 US	Mailing Address 200 EAST RANDOLPH DRIVE MAIL CODE 2401A CHICAGO IL 60601 US
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 08/31/1959	
21	Suite, Apt. #, etc.	26	Suite, Apt. #, etc.	4. FEI Number 36-6024845	Applied For Not Applicable
22	City & State	27	City & State	6. 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 owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent				10. Name and Address of New Registered Agent			
THE PRENTICE-HALL CORPORATION SYSTEM INC. 1201 HAYS STREET SUITE 105 TALLAHASSEE FL 32301				81	Name		
				82	Street Address (P.O. Box Number is Not Acceptable)		
				83			
				84	City	FL	85

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	P	1.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	LANPHIER, J.M.	1.2 NAME	MARLA C. BRASWELL
STREET ADDRESS	200 E. RANDOLPH DR.	1.3 STREET ADDRESS	
CITY-ST-ZIP	CHICAGO IL 60601	1.4 CITY-ST-ZIP	
TITLE	S	2.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	ZIAGOS, N.	2.2 NAME	LINDA S. UPSHAW
STREET ADDRESS	200 E. RANDOLPH DRIVE	2.3 STREET ADDRESS	
CITY-ST-ZIP	CHICAGO IL 60601	2.4 CITY-ST-ZIP	
TITLE	AS	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	SIDDALL, J. L.	3.2 NAME	
STREET ADDRESS	200 E. RANDOLPH DRIVE	3.3 STREET ADDRESS	
CITY-ST-ZIP	CHICAGO IL 60601	3.4 CITY-ST-ZIP	
TITLE	V	4.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	LEWIS, D.S.	4.2 NAME	MATTHEW D. DZARNOWSKI
STREET ADDRESS	200 E RANDOLPH DR	4.3 STREET ADDRESS	
CITY-ST-ZIP	CHICAGO IL 60601	4.4 CITY-ST-ZIP	
TITLE	AS	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	WILSON, G. M.	5.2 NAME	
STREET ADDRESS	200 E. RANDOLPH DRIVE	5.3 STREET ADDRESS	
CITY-ST-ZIP	CHICAGO IL 60601	5.4 CITY-ST-ZIP	
TITLE	T	6.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	FERGUSON, R.J.	6.2 NAME	MARSHA C. WILLIAMS
STREET ADDRESS	200 E. RANDOLPH DR.	6.3 STREET ADDRESS	
CITY-ST-ZIP	CHICAGO IL 60601	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 _____ DATE 2/21/98

CR2E034 (10/97)

AMERICAN OIL COMPANY
200 EAST RANDOLPH DRIVE
CHICAGO, ILLINOIS 60601

TITLE	NAME	BUSINESS ADDRESS
OFFICERS		
President	Marla C. Braswell	1515 W. 22nd St., Oak Brook, IL 60521
Vice President	Matthew D. Dzarnowski	1515 W. 22nd St., Oak Brook, IL 60521
Secretary	Linda S. Upshaw	200 E. Randolph Dr., Chicago, IL 60601
Assistant Secretary	Marguerite E. McDermed	200 E. Randolph Dr., Chicago, IL 60601
Assistant Secretary	James L. Siddall	200 E. Randolph Dr., Chicago, IL 60601
Assistant Secretary	Gerald M. Wilson	200 E. Randolph Dr., Chicago, IL 60601
Treasurer	Marsha C. Williams	200 E. Randolph Dr., Chicago, IL 60601
Assistant Treasurer	Rosalind K. Burwell	200 E. Randolph Dr., Chicago, IL 60601
Assistant Treasurer	Peter Simonse	200 E. Randolph Dr., Chicago, IL 60601
Controller	Alexander M. Keith	509 S. Boston, Tulsa, OK 74103
DIRECTORS		
	Kenneth J. Hagler	200 E. Randolph Dr., Chicago, IL 60601
	Jordan O. Hamphill	200 E. Randolph Dr., Chicago, IL 60601
	Stephen R. Winters	200 E. Randolph Dr., Chicago, IL 60601