

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

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PROFIT CORPORATION ANNUAL REPORT 1996



FLORIDA DEPARTMENT OF STATE  
Sandra B. Morham  
Secretary of State  
DIVISION OF CORPORATIONS

DOCUMENT # 821290 (4)

1. Corporation Name  
**PENNZOIL COMPANY**



Principal Place of Business: PENNZOIL PLACE, 700 MILAM, HOUSTON TX 77002-2806, US  
Mailing Address: PENNZOIL PLACE, P.O. BOX 2967, HOUSTON TX 77252-2967, US

3. Date Incorporated or Qualified: 04/01/1968  
3a. Date of Last Report: 04/21/1995  
4. FEI Number: 74-1597290  
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 (21-24)  
2a. Mailing Address (25-28)  
21-24: Suite, Apt. #, etc., City & State, Zip, Country  
25-28: 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 (81-85)  
81 Name  
82 Street Address (P.O. Box Number is Not Acceptable)  
83  
84 City  
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 officer 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 reconstituting) DATE: \_\_\_\_\_

12. OFFICERS AND DIRECTORS

TITLE	PD	<input type="checkbox"/> DELETE
NAME	PATE, JAMES L.	
STREET ADDRESS	700 MILAM STREET	
CITY-ST-ZIP	HOUSTON TX	
TITLE	V	<input type="checkbox"/> DELETE
NAME	MALINSKI, MARK A.	
STREET ADDRESS	700 MILAM ST	
CITY-ST-ZIP	HOUSTON TX	
TITLE	S	<input type="checkbox"/> DELETE
NAME	CONDIT, LINDA F.	
STREET ADDRESS	700 MILAM STREET	
CITY-ST-ZIP	HOUSTON TX	
TITLE	AS	<input type="checkbox"/> DELETE
NAME	MCNEW, JOAN M.	
STREET ADDRESS	700 MILAM	
CITY-ST-ZIP	HOUSTON TX	
TITLE	D	<input type="checkbox"/> DELETE
NAME	BOVAIRD, W.J.	
STREET ADDRESS	823 S. DETROIT	
CITY-ST-ZIP	TULSA OK	
TITLE	D	<input type="checkbox"/> DELETE
NAME	COCKRELL, ERNEST H	
STREET ADDRESS	1600 SMITH STE 4600	
CITY-ST-ZIP	HOUSTON TX	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 CITY-ST-ZIP	
2.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	EVP
2.3 STREET ADDRESS	HAMILTON, THOMAS M.
2.4 CITY-ST-ZIP	
3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY-ST-ZIP	
4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	
4.3 STREET ADDRESS	
4.4 CITY-ST-ZIP	
5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY-ST-ZIP	
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> 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)(k), 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: *[Signature]* Date: 4/15/96 Daytime Phone #: (713) 546-8907

CR2E034 (12/95)

**PENNZOIL COMPANY**

700 MILAM, P. O. BOX 2967  
HOUSTON, TEXAS 77252-2967

**List of Principal Officers and Directors**

James L. Pate	Chairman of the Board, President, Chief Executive Officer and Director	700 Milam Houston, TX 77002-2806
Thomas M. Hamilton	Executive Vice President	700 Milam Houston, TX 77002-2806
Clyde W. Beahm	Group Vice President - Products Marketing	700 Milam Houston, TX 77002-2806
David P. Alderson, II	Group Vice President - Finance and Accounting and Treasurer	700 Milam Houston, TX 77002-2806
William M. Robb	Group Vice President - Products Manufacturing	700 Milam Houston, TX 77002-2806
James W. Shaddix	General Counsel	700 Milam Houston, TX 77002-2806
Linda F. Condit	Vice President and Corporate Secretary	700 Milam Houston, TX 77002-2806
Michael J. Maratea	Vice President and Controller	700 Milam Houston, TX 77002-2806
Michael P. Schieffer	Assistant Treasurer	700 Milam Houston, TX 77002-2806
Bruce K. Misamore	Assistant Treasurer	700 Milam Houston, TX 77002-2806
Kennion K. Yano	Assistant Treasurer	700 Milam Houston, TX 77002-2806
Bruce T. Maughs	Assistant Secretary	700 Milam Houston, TX 77002-2806
Joan M. McNew	Assistant Secretary	700 Milam Houston, TX 77002-2806

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700 MILAM, P. O. BOX 2967  
HOUSTON, TEXAS 77252-2967

List of Principal Officers and Directors

Howard H. Baker, Jr.	Director	801 Pennsylvania Ave., N.W. Washington, DC 20004
William J. Bovaird	Director	823 S. Detroit, Tulsa, OK 74120
W. L. Lyons Brown, Jr.	Director	501 4th Avenue, Suite 601 Louisville, KY 40202
Ernest H. Cockrell	Director	1600 Smith St., Suite 4600 Houston, TX 77002-7348
Harry H. Cullen	Director	601 Jefferson Houston, TX 77002
Alfonso Fanjul	Director	316 Royal Poinciana Plaza Palm Beach, FL 33480
Berdon Lawrence	Director	55 Waugh Dr. Houston, TX 77007
Brent Scowcroft	Director	1750 K Street, N.W., Suite 810 Washington, DC 20006
Cyril Wagner, Jr.	Director	300 N. Marienfeld, Ste. 1100 Midland, TX 79701

NOTE: All terms expire upon the election of successors.