

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

FILED
May 14 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 # 827228 (8)
1. Corporation Name
PHELPS DODGE INDUSTRIES, INC.

Principal Place of Business 2600 N CENTRAL AVENUE (TAX DEPT.) PHOENIX AZ 85004-0014	Mailing Address 2600 N CENTRAL AVENUE (TAX DEPT.) PHOENIX AZ 85004-0014
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 12/27/1971	
21	Suite, Apt. #, etc.	26	Suite, Apt. #, etc.	4. FEI Number 13-2575365	
22	City & State	27	City & State	5. Certificate of Status Desired ☐ \$8.75 Additional Fee Required	
23	Zip	28	Zip	6. Election Campaign Financing Trust Fund Contribution ☐ \$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 ☐ Yes ☐ No	

9. Name and Address of Current Registered Agent C T CORPORATION SYSTEM 1200 SOUTH 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
		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	P YEARLEY, DOUGLAS C. 2600 NORTH CENTRAL AVE PHOENIX AZ	1.1 TITLE	☐ Change ☐ Addition
NAME		1.2 NAME	
STREET ADDRESS		1.3 STREET ADDRESS	
CITY-ST-ZIP		1.4 CITY-ST-ZIP	
TITLE	VP LUECHTEFELD, A.D. 2600 N. CENTRAL AVENUE PHOENIX AZ	2.1 TITLE	☐ Change ☐ Addition
NAME		2.2 NAME	
STREET ADDRESS		2.3 STREET ADDRESS	
CITY-ST-ZIP		2.4 CITY-ST-ZIP	
TITLE	AS CROZIER, SCOTT 2600 N CENTRAL AVE PHOENIX AZ	3.1 TITLE	☐ Change ☐ Addition
NAME		3.2 NAME	
STREET ADDRESS		3.3 STREET ADDRESS	
CITY-ST-ZIP		3.4 CITY-ST-ZIP	
TITLE	VPC FOSTER, TOM 2600 N. CENTRAL AVENUE PHOENIX AZ	4.1 TITLE	☐ Change ☐ Addition
NAME		4.2 NAME	
STREET ADDRESS		4.3 STREET ADDRESS	
CITY-ST-ZIP		4.4 CITY-ST-ZIP	
TITLE	VPS SWAN, ROBERT C. 2600 N. CENTRAL AVENUE PHOENIX AZ	5.1 TITLE	☐ Change ☐ Addition
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	
CITY-ST-ZIP		5.4 CITY-ST-ZIP	
TITLE		6.1 TITLE	☐ Change ☐ Addition
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		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

COMPTROLLER OF TAXES

4/20/98

602.234-8100

CR2E034 (10/97)

PHELPS DODGE INDUSTRIES, INC.

OFFICERS

<u>TITLE</u>	<u>NAME</u>	<u>ADDRESS</u>
President	Douglas C. Yearley	2600 North Central Avenue Phoenix, Arizona 85004-3014
Senior Vice President	Manuel J. Iraola	2600 North Central Avenue Phoenix, Arizona 85004-3014
Senior Vice President	Thomas M. St. Clair	2600 North Central Avenue Phoenix, Arizona 85004-3014
Senior Vice President	J. Steven Whisler	2600 North Central Avenue Phoenix, Arizona 85004-3014
Vice President/ Controller	Thomas M. Foster	2600 North Central Avenue Phoenix, Arizona 85004-3014
Vice President	Kirk C. Kemmish	1302 East Creighton Avenue Fort Wayne, Indiana 46801
Vice President-Taxes	A. Daniel Luechtefeld	2600 North Central Avenue Phoenix, Arizona 85004-3014
Vice President/ Treasurer	Ramiro G. Peru	2600 North Central Avenue Phoenix, Arizona 85004-3014
Vice President/ Secretary	Robert C. Swan	2600 North Central Avenue Phoenix, Arizona 85004-3014
Director of Taxes	Jerry F. Schatza	2600 North Central Avenue Phoenix, Arizona 85004-3014

DIRECTORS

Manuel J. Iraola	2600 North Central Avenue, Phoenix, Arizona 85004-3014
Thomas M. St. Clair	2600 North Central Avenue, Phoenix, Arizona 85004-3014
J. Steven Whisler	2600 North Central Avenue, Phoenix, Arizona 85004-3014
Douglas C. Yearley	2600 North Central Avenue, Phoenix, Arizona 85004-3014