

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

FILED
May 01 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 # 829096 (7)

1. Corporation Name
EXXON CORPORATION

Principal Place of Business 5959 LAS COLINAS BLVD. ROOM 323 IRVING TX 75039 US	Mailing Address 800 BELL STREET PO BOX 392 ROOM 493 HOUSTON TX 77002
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business	2a. Mailing Address
21	26
Suite, Apt. #, etc.	Suite, Apt. #, etc.
22	27
City & State	City & State
23	28
Zip	Country
24	25
29	30

3. Date Incorporated or Qualified 12/01/1972	
4. FEI Number 13-5409005	Applied For <input type="checkbox"/> Not Applicable
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 type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent

**CORPORATION SERVICE COMPANY
 1201 HAYS STREET
 TALLAHASSEE FL 32301-2525**

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 _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS

TITLE	PC	<input type="checkbox"/> DELETE
NAME	RAYMOND, L.R.	
STREET ADDRESS	4842 MEADOWOOD	
CITY-ST-ZIP	DALLAS TX	
TITLE	V	<input type="checkbox"/> DELETE
NAME	MATTHEWS, CHARLES W.	
STREET ADDRESS	5959 LAS COLINAS BLVD	
CITY-ST-ZIP	IRVING TX	
TITLE	V	<input type="checkbox"/> DELETE
NAME	HESS, EDWIN J	
STREET ADDRESS	3409 BYRN MAWR	
CITY-ST-ZIP	DALLAS TX	
TITLE	AS	<input type="checkbox"/> DELETE
NAME	LYNCH, JOSEPH G	
STREET ADDRESS	800 BELL ST.	
CITY-ST-ZIP	HOUSTON TX	
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		

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 type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	
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 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: *[Signature]* Assistant Secretary 4-14-98

CFR2E034 (10/97)

CERTIFICATE

I, M. T. Flores, an Assistant Secretary of Exxon Corporation, hereby certify that the following is a true and correct list of the Directors and Principal Officers of Exxon Corporation as of November 3, 1997:

Directors

<u>Name</u>	<u>Business Address</u>
Michael Jay Boskin	Stanford University Hoover Institution Room 213 Stanford, CA 94350
David Wayne Calloway	PepsiCo, Inc. 700 Anderson Hill Road Purchase, NY 10577
Jess Thomas Hay	Texas Commerce Tower Suite 4300 East 2200 Ross Avenue Dallas, TX 75201
James Richardson Houghton	80 East Market Street Suite 201 Corning, NY 14830
William Robert Howell	J. C. Penney Company, Inc. 6501 Legacy Drive Plano, TX 75024
Reatha Clark King	General Mills Foundation One General Mills Blvd. Minneapolis, MN 55426
Philip Edward Lippincott	Former Chairman Scott Paper Company P. O. Box 2159 Park City, VT 84060
Harry John Longwell	Exxon Corporation 5959 Las Colinas Blvd. Irving, TX 75039-2298
Marilyn Arleen Carlson Nelson	Carlson Holdings, Inc. 12755 Highway 55 Minneapolis, MN 55441
Lee Roy Raymond	Exxon Corporation 5959 Las Colinas Blvd. Irving, TX 75039-2298
Robert Edward Wilhelm	Exxon Corporation 5959 Las Colinas Blvd. Irving, TX 75039-2298

Officers

Name

Business Address

Lee Roy Raymond
Chairman of the Board and
President

Exxon Corporation
5959 Las Colinas Blvd.
Irving, TX 75039-2298

Rene' Dahan
Senior Vice President

Exxon Company, International
200 Park Avenue, Building 222
Florham Park, NJ 07932

Edwin John Hess
Senior Vice President

Exxon Corporation
5959 Las Colinas Blvd.
Irving, TX 75039-2298

Harry John Longwell
Senior Vice President

Exxon Corporation
5959 Las Colinas Blvd.
Irving, TX 75039-2298

Robert Edward Wilhelm
Senior Vice President

Exxon Corporation
5959 Las Colinas Blvd.
Irving, TX 75039-2298

Anthony West Atkiss
Vice President - Public Affairs

Exxon Corporation
5959 Las Colinas Blvd.
Irving, TX 75039-2298

Ronald Alvin Brenneman
General Manager - Corporate
Planning

Exxon Corporation
5959 Las Colinas Blvd.
Irving, TX 75039-2298

Ansel Lynn Condray
Vice President

Exxon Company, U.S.A.
800 Bell Street
Houston, Texas 77002

Donald Dean Humphreys
Vice President & Controller

Exxon Corporation
5959 Las Colinas Blvd.
Irving, TX 75039-2298

Charles Wilburn Matthews
Vice President & General Counsel

Exxon Corporation
5959 Las Colinas Blvd.
Irving, TX 75039-2298

Joe Thomas McMillan
Vice President

Exxon Coal & Minerals
Company
2401 S. Gessner
Houston, TX 77063

Name

Business Address

**Ray Ben Nesbitt
Vice President**

Exxon Chemical Company
580 Westlake Park Blvd.
Houston, TX 77079

**Edgar Allen Robinson
Vice President & Treasurer**

Exxon Corporation
5959 Las Colinas Blvd.
Irving, TX 75039-2298

**James John Rouse
Vice President - Washington Office**

Exxon Corporation
2001 Pennsylvania, N.W.
Suite 300
Washington, D.C. 20006

**Daniel Simpson Sanders
Vice President - Human Resources**

Exxon Corporation
5959 Las Colinas Blvd.
Irving, TX 75039-2298

**Frank Barker Sprow
Vice President- Environment &
Safety**

Exxon Corporation
5959 Las Colinas Blvd.
Irving, TX 75039-2298

**Paul Edward Sullivan
Vice President & General Tax
Counsel**

Exxon Corporation
5959 Las Colinas Blvd.
Irving, TX 75039-2298

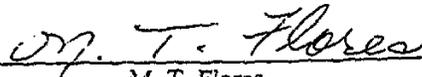
**Jon Louis Thompson
Vice President**

Exxon Exploration Company
233 Benmar
Houston, TX 77060

**T. Peter Townsend
Vice President - Investor Relations
& Secretary**

Exxon Corporation
5959 Las Colinas Blvd.
Irving, TX 75039-2298

Witness my hand and the seal of said corporation to the foregoing certificate this 3rd day of November 1997.



M. T. Flores
Assistant Secretary

(Corporate Seal)

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