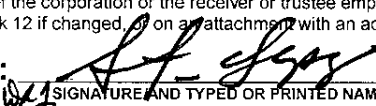


2001 UNIFORM BUSINESS REPORT (UBR)

FILED
Apr 30, 2001 8:00 am
Secretary of State

04-30-2001 90387 021 ***150.00

UUU43439

DOCUMENT # 843281 1. Entity Name MAGNOLIA PETROLEUM INC.					
Principal Place of Business 3225 Gallows Road Fairfax, VA 22037			Mailing Address Attn: State Tax Dept. Room 2605 800 Bell Street Houston, TX 77002		
2. Principal Place of Business		3. Mailing Address			
Suite, Apt. #, etc.		Suite, Apt. #, etc.			
City & State		City & State		4. FEI Number	
Zip		Country		5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
6. Name and Address of Current Registered Agent			7. Name and Address of New Registered Agent		
THE PRENTICE-HALL CORPORATION SYSTEM, INC. 1201 Hays Street, Suite 105 Tallahassee, FL 32301			Name Street Address (P.O. Box Number is Not Acceptable) City		
			City FL Zip Code		
8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.					
SIGNATURE _____ <small>Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating) DATE</small>					
9. This corporation is eligible to satisfy its Intangible Tax filing requirement and elects to do so. <input type="checkbox"/>		FILE NOW!!! FEE IS \$150.00 After MAY 1, 2001 Fee will be \$550.00 Make Check Payable to Department of State		10. Election Campaign Financing Trust Fund Contribution. <input type="checkbox"/> \$5.00 May Be Added to Fees	
11. OFFICERS AND DIRECTORS			12. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11		
TITLE	President/Director <input type="checkbox"/> Delete		TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
NAME	Garney, G. G.		NAME		
STREET ADDRESS	3225 Gallows Road		STREET ADDRESS		
CITY - ST - ZIP	Fairfax, VA 22037		CITY - ST - ZIP		
TITLE	VPres/Director <input type="checkbox"/> Delete		TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
NAME	Arnheim, W. R.		NAME		
STREET ADDRESS	3225 Gallows Road		STREET ADDRESS		
CITY - ST - ZIP	Fairfax, VA 22037		CITY - ST - ZIP		
TITLE	Secretary/Director <input type="checkbox"/> Delete		TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
NAME	Stevenson, P. A.		NAME		
STREET ADDRESS	3225 Gallows Road		STREET ADDRESS		
CITY - ST - ZIP	Fairfax, VA 22037		CITY - ST - ZIP		
TITLE	Treasurer/Director <input type="checkbox"/> Delete		TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
NAME	Arnheim, W. R.		NAME		
STREET ADDRESS	3225 Gallows Road		STREET ADDRESS		
CITY - ST - ZIP	Fairfax, VA 22037		CITY - ST - ZIP		
TITLE	Asst. Controller <input type="checkbox"/> Delete		TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
NAME	Lopez, S. A.		NAME		
STREET ADDRESS	800 Bell Street		STREET ADDRESS		
CITY - ST - ZIP	Houston, TX 77002		CITY - ST - ZIP		
TITLE	Asst. Treasurer <input type="checkbox"/> Delete		TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
NAME	Sarnowski, J. A.		NAME		
STREET ADDRESS	3225 Gallows Road		STREET ADDRESS		
CITY - ST - ZIP	Fairfax, VA 22037		CITY - ST - ZIP		
13. 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 report or supplemental 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 11 or Block 12 if changed on an attachment with an address, with all other like empowered.					
SIGNATURE: 		S. A. LOPEZ		04/11/01 (713) 656-1807	
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR		Date		Daytime Phone #	

CR2E034 (11/00)