

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. Morlham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # 853319 (2)

1. Corporation Name
MARATHON OIL COMPANY



Principal Place of Business ATTN: EXCISE TAX DEPT FINDLAY OH. 45840 US	Mailing Address ATTN: EXCISE TAX DEPT FINDLAY OH. 45840 US
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2. Principal Place of Business 21 Marathon Oil Company Suite, Apt. #, etc. 22 5555 San Felipe Road City & State 23 Houston, TX Zip 24 77056	2a. Mailing Address 26 Attn: Excise Tax Dept. Suite, Apt. #, etc. 27 539 South Main Street City & State 28 Findlay, OH Zip 29 45840
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3. Date Incorporated or Qualified 06/30/1982	3a. Date of Last Report 05/01/1995
4. FEI Number 25-1410539	Applied For 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 has liability for intangible tax under s 199.032, Florida Statutes <input type="checkbox"/> Yes <input type="checkbox"/> No	

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 Name	85 Zip Code
82 Street Address (P.O. Box Number is Not Acceptable)	FL
83	
84 City	

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 _____ DATE _____
(Signature, typed or printed name of registered agent and title, if applicable) (NOTE: Registered Agent signature required when re-registering)

12. OFFICERS AND DIRECTORS

TITLE	PD	<input type="checkbox"/> DELETE
NAME	BEGHINI, V.G.	
STREET ADDRESS	5555 SAN FELIPE ROAD	
CITY-ST-ZIP	HOUSTON TX	
TITLE	VD	<input type="checkbox"/> DELETE
NAME	J. D. LOW	
STREET ADDRESS	5555 SAN FELIPE ROAD	
CITY-ST-ZIP	HOUSTON TX	
TITLE	VD	<input type="checkbox"/> DELETE
NAME	HERNANDEZ, R.M.	
STREET ADDRESS	600 GRANT ST.	
CITY-ST-ZIP	PITTSBURGH PA	
TITLE	VD	<input type="checkbox"/> DELETE
NAME	MADISON, W F	
STREET ADDRESS	5555 SAN FELIPE ROAD	
CITY-ST-ZIP	HOUSTON TX	
TITLE	AS	<input type="checkbox"/> DELETE
NAME	TWYMAN, L D	
STREET ADDRESS	539 S. MAIN ST	
CITY-ST-ZIP	FINDLAY OH	
TITLE	S	<input type="checkbox"/> DELETE
NAME	SCHWIND, JR. W	
STREET ADDRESS	5555 SAN FELIPE ROAD	
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 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 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: *L. D. Twyman* L. D. Twyman, Asst. Secretary 4/26/96 (419)421-2362
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (12/95)

MARATHON OIL COMPANY
(An Ohio Corporation)

Py 2072

395.1
1/1/96

<u>DIRECTORS</u>	<u>ADDRESS</u>	<u>TERM EXP.</u>
V. G. Beghini	5555 San Felipe Road, Houston, TX 77056	5/96
J. L. Frank	5555 San Felipe Road, Houston, TX 77056	"
C. P. Giardini	5555 San Felipe Road, Houston, TX 77056	"
K. M. Henning	539 South Main Street, Findlay, OH 45840	"
R. M. Hernandez	600 Grant Street, Pittsburgh, PA 15230	"
R. S. Keisler	5555 San Felipe Road, Houston, TX 77056	"
J. D. Low	5555 San Felipe Road, Houston, TX 77056	"
W. F. Madison	5555 San Felipe Road, Houston, TX 77056	"
J. V. Parziale	Capital House, 25 Chapel St., London NWQ 5DQ England	"
D. D. Sandman	5555 San Felipe Road, Houston, TX 77056	"
T. J. Usher	600 Grant Street, Pittsburgh, PA 15230	"
L. A. Valli	600 Grant Street, Pittsburgh, PA 15230	"
R. N. Yammine	500 Speedway Drive, Enon, OH 45501	"

<u>OFFICERS</u>	<u>NAME</u>	<u>ADDRESS</u>	<u>TERM EXP.</u>
President	V. G. Beghini	5555 San Felipe Road, Houston, TX 77056	5/96
Exec V Pres.	C. P. Giardini	5555 San Felipe Road, Houston, TX 77056	"
Exec V Pres.	J. L. Frank	5555 San Felipe Road, Houston, TX 77056	"
Sr. V. Pres.	J. D. Low	5555 San Felipe Road, Houston, TX 77056	"
V. Pres.	R. C. Earlougher, Jr.	5555 San Felipe Road, Houston, TX 77056	"
V. Pres.	R. S. Keisler	5555 San Felipe Road, Houston, TX 77056	"
V. Pres.	K. M. Henning	5555 San Felipe Road, Houston, TX 77056	"
V. Pres.	D. C. Gerard	5555 San Felipe Road, Houston, TX 77056	"
V. Pres.	R. G. Grammens	5555 San Felipe Road, Houston, TX 77056	"
V. Pres.	E. F. McFarland	5555 San Felipe Road, Houston, TX 77056	"
V. Pres.	W. F. Madison	5555 San Felipe Road, Houston, TX 77056	"
V. Pres.	K. L. Matheny	5555 San Felipe Road, Houston, TX 77056	"
V. Pres.	R. E. White	539 South Main Street, Findlay, OH 45840	"
V. Pres.	M. Spindler	539 South Main Street, Findlay, OH 45840	"
V. Pres.	J. V. Parziale	Capital House, 25 Chapel St., London NW1 5AT, England	"
V. Pres.	R. M. Hernandez	600 Grant Street, Pittsburgh, PA 15230	"
Secretary & Gen. Counsel	W. F. Schwind, Jr.	5555 San Felipe Road, Houston, TX 77056	"
Asst. Sec.	B. B. Bossley	5555 San Felipe Road, Houston, TX 77056	"
Asst. Sec.	L. C. Wiese	5555 San Felipe Road, Houston, TX 77056	"
Asst. Sec.	J. A. Evans	539 South Main Street, Findlay, OH 45840	"
Asst. Sec.	L. D. Twyman	539 South Main Street, Findlay, OH 45840	"
Asst. Sec.	C. D. Mallick	600 Grant Street, Pittsburgh, PA 15230	"
Treasurer	F. D. Hagemeyer	539 South Main Street, Findlay, OH 45840	"
Asst. Treas.	G. E. Modecki	600 Grant Street, Pittsburgh, PA 15230	"
Asst. Treas.	J. L. Richmond	600 Grant Street, Pittsburgh, PA 15230	"
Controller	J. D. Low	5555 San Felipe Road, Houston, TX 77056	"
Asst. Cont.	P. J. Kuntz	5555 San Felipe Road, Houston, TX 77056	"
Asst. Cont.	G. L. Peiffer	539 South Main Street, Findlay, OH 45840	"