

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. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # 858179 (5)

1. Corporation Name
SHELL WESTERN E&P INC.



Principal Place of Business: PO BOX 576, P.O. BOX 2463, HOUSTON TX 77001 US
Mailing Address: 1 SHELL PLZ, PO BOX 2463, HOUSTON TX 77252 US

3. Date Incorporated or Qualified: 10/19/1983
3a. Date of Last Report: 05/01/1995
4. FEI Number: 76-0073231
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, 22, 23, 24
2a. Mailing Address: 25, 26, 27, 28, 29, 30

9. Name and Address of Current Registered Agent

THE PRENTICE HALL CORPORATION SYSTEM, INC.
110 NORTH MAGNOLIA STREET
TALLAHASSEE FL 32301

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

Signature, typed or printed name of registered agent and, if applicable, (NOTE: Registered Agent signature required when reinstating) DATE

12. OFFICERS AND DIRECTORS		
TITLE NAME STREET ADDRESS CITY - ST - ZIP	PD LITTLE, J E 900 LOUISIANA HOUSTON TX	<input type="checkbox"/> DELETE
TITLE NAME STREET ADDRESS CITY - ST - ZIP	S PAUL, S. J. 900 LOUISIANA HOUSTON TX	<input type="checkbox"/> DELETE
TITLE NAME STREET ADDRESS CITY - ST - ZIP	T PRITTS, J K 200 NORTH DIARY ASHFORD BAKERSFIELD CA	<input type="checkbox"/> DELETE
TITLE NAME STREET ADDRESS CITY - ST - ZIP	D LITTLE, J.E. 900 LOUISIANA HOUSTON TX	<input type="checkbox"/> DELETE
TITLE NAME STREET ADDRESS CITY - ST - ZIP	AS REID, J.L. 5080 CALIFORNIA AVE BAKERSFIELD CA	<input type="checkbox"/> DELETE
TITLE NAME STREET ADDRESS CITY - ST - ZIP	D CARLSON, G L 900 LOUISIANA HOUSTON TX	<input type="checkbox"/> DELETE

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12		
1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY - ST - ZIP	SEE ATTACHED	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY - ST - ZIP		<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY - ST - ZIP	T. L. KUNZ HOUSTON, TX	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY - ST - ZIP		<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY - ST - ZIP	T. J. HOWARD 900 LOUISIANA HOUSTON, TX	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY - ST - ZIP	300001836313 -05/23/96--01015--032 ***200.00	<input type="checkbox"/> Change <input type="checkbox"/> Addition

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]*
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

4/25/96 713/241-4457

CR2E034 (12/95)

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SHELL WESTERN E&P INC.

DIRECTORS

J. E. Little	900 Louisiana Houston, TX 77002
G. L. Carlson	900 Louisiana Houston, TX 77002
R. A. Lane	200 North Dairy Ashford Houston, TX 77079
L. L. Osborn	900 Louisiana Houston, TX 77002

OFFICERS

J. E. Little	President	900 Louisiana Houston, TX 77002
R. M. Belknap	Vice President - Gas Plant Operations	200 North Dairy Ashford Houston, TX 77079
D. W. Strebel	Vice President - Tax	900 Louisiana Houston, TX 77002
R. M. Schmitz	Controller	900 Louisiana Houston, TX 77002
T. L. Kunz	Treasurer	200 North Dairy Ashford Houston, TX 77079
S. J. Paul	Secretary	900 Louisiana Houston, TX 77002
W. R. Bliss	Assistant Controller	900 Louisiana Houston, TX 77002
R. R. Carroll	Assistant Treasurer	900 Louisiana Houston, TX 77002
M. V. Gaffigan	Assistant Treasurer	5060 California Avenue Bakersfield, CA 93389

SHELL WESTERN E&P INC.

OFFICERS (cont'd)

T. J. Howard

Assistant Secretary

900 Louisiana
Houston, TX 77002

C. J. Wilder

Assistant Treasurer

900 Louisiana
Houston, TX 77002