


**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 # 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
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DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified  
**10/19/1983**

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 owes or has paid the current year Intangible Personal Property Tax due June 30.  Yes  No

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	Zip Country
24	29
25	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 **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 \_\_\_\_\_ (NOTE: Registered Agent signature required when reinstating) DATE \_\_\_\_\_

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

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12		
1.1 TITLE		<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME		
1.3 STREET ADDRESS	910 LOUISIANA	
1.4 CITY-ST-ZIP		
2.1 TITLE		<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME		
2.3 STREET ADDRESS	910 LOUISIANA	
2.4 CITY-ST-ZIP		
3.1 TITLE		<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
3.2 NAME	T. A. MCMINN	
3.3 STREET ADDRESS	910 LOUISIANA	
3.4 CITY-ST-ZIP	HOUSTON, TX 77002	
4.1 TITLE		<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME		
4.3 STREET ADDRESS	910 LOUISIANA	
4.4 CITY-ST-ZIP		
5.1 TITLE		<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME		
5.3 STREET ADDRESS	910 LOUISIANA	
5.4 CITY-ST-ZIP	HOUSTON, TX 77002	
6.1 TITLE		<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
6.2 NAME	D	
6.3 STREET ADDRESS	M. E. ACOSTA	
6.4 CITY-ST-ZIP	910 LOUISIANA HOUSTON, TX 77002	

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: *T. J. Howard* T. J. HOWARD 4/29/98 713-241-4461

CR2E034 (10/97)

**SHELL WESTERN E&P INC.**

**DIRECTORS**

<b>J. L. Little</b>		<b>910 Louisiana Houston, TX 77002</b>
<b>M. E. Acosta</b>		<b>910 Louisiana Houston, TX 77002</b>
<b>J. M. Funk</b>		<b>200 North Dairy Ashford Houston, TX 77079</b>
<b>L. L. Osborn</b>		<b>910 Louisiana Houston, TX 77002</b>

**OFFICERS**

<b>J. E. Little</b>	<b>President</b>	<b>910 Louisiana Houston, TX 77002</b>
<b>R. M. Belknap</b>	<b>Vice President – Gas Plant Operations</b>	<b>200 North Dairy Ashford Houston, TX 77079</b>
<b>D. W. Strebel</b>	<b>Vice President – Tax</b>	<b>910 Louisiana Houston, TX 77002</b>
<b>J. M. Funk</b>	<b>Vice President</b>	<b>200 North Dairy Ashford Houston, TX 77079</b>
<b>R. M. Schmitz</b>	<b>Controller</b>	<b>910 Louisiana Houston, TX 77002</b>
<b>T. A. McMinn</b>	<b>Treasurer and Assistant Controller</b>	<b>910 Louisiana Houston, TX 77002</b>
<b>S. J. Paul</b>	<b>Secretary</b>	<b>910 Louisiana Houston, TX 77002</b>
<b>R. R. Carroll</b>	<b>Assistant Treasurer</b>	<b>910 Louisiana Houston, TX 77002</b>
<b>R. A. Carruth</b>	<b>Assistant Treasurer</b>	<b>910 Louisiana Houston, TX 77002</b>

**SHELL WESTERN E&P INC.**

**OFFICERS (cont'd)**

<b>C. A. Gaddis</b>	<b>Assistant Treasurer</b>	<b>200 North Dairy Ashford Houston, TX 77079</b>
<b>M. V. Gaffigan</b>	<b>Assistant Treasurer</b>	<b>5060 California Avenue Bakersfield, CA 93389</b>
<b>T. J. Howard</b>	<b>Assistant Secretary</b>	<b>910 Louisiana Houston, TX 77002</b>