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CORPORATION
ANNUAL REPORT
1995



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BECHTEL ENERGY RESOURCES CORPORATION

APPROVED
FILED

FORM 100-100

RECEIVED

1. Principal Place of Business

50 FREMONT ST.
SUITE 3700
SAN FRANCISCO CA 94105

2. Mailing Address

50 FREMONT ST.
SUITE 3700
SAN FRANCISCO CA 94105

3. Filing Office

21 5555 San Felipe

2a. Mailing Address

26 5555 San Felipe

22 Suite 600

27 Suite 600

23 Houston, TX

28 Houston, TX

24 77056

25

USA 29 77056 30 USA

9. Name and Address of Current Registered Agent

C T CORPORATION SYSTEM
1200 SOUTH PINE ISLAND RD.
PLANTATION FL 33324

81. Type

82. Street Address

83.

84.

FL

85. Zip Code

11. Paragraph 1 of the previous form was filed for the purpose of changing the registered agent of the corporation. The corporation hereby certifies that the information furnished in this statement for the purpose of changing its registered agent is true and correct. The corporation hereby certifies that the information furnished in this statement for the purpose of changing its registered agent is true and correct. The corporation hereby certifies that the information furnished in this statement for the purpose of changing its registered agent is true and correct.

Signature

12.

D
DACHS, A M
50 FREMONT ST., STE. 3700
SAN FRANCISCO CA 94105

PD
CONNELLY, R J
50 FREMONT ST., STE. 3700
SAN FRANCISCO CA 94105

VPD
HIGGINS, J S
50 FREMONT ST., STE. 3700
SAN FRANCISCO CA 94105

VPSD
KOPF, R S
50 FREMONT ST., STE. 3700
SAN FRANCISCO CA 94105

VPAS
CAMPBELL, W J
50 FREMONT ST., STE. 3700
SAN FRANCISCO CA 94105

VP
CHICOINE, S D
50 FREMONT ST., STE. 3700
SAN FRANCISCO CA 94105

13.

ADDITIONAL INFORMATION CONCERNING THE CORPORATION

Director

X Change [] Add

SIGNATURE: @

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

W.J. Campbell, Vice President

(713) 960-9160

FCB-1221

**Bechtel Energy Resources Corporation
State of Florida Corporation Annual Report
1995**

Statement of Officers and Directors

Name	Title	Address
A. M. Dachs	Director	50 Fremont Street, Suite 3700, San Francisco, CA 94105
R. J. Connelly	Director	Kings Barn Manor, Henley Road, Medmenham, nr Marlow Buckinghamshire, United Kingdom, SL7 2EU
J. S. Higgins	Vice President, Chief Financial Officer and Director	50 Fremont Street, Suite 3700, San Francisco, CA 94105
R. S. Kopf	Vice President, General Counsel, Secretary and Director	50 Fremont Street, Suite 3700, San Francisco, CA 94105
W. J. Campbell	Vice President and Assistant Secretary	5555 San Felipe, Suite 600, Houston, TX 77056
S. D. Chicoine	Vice President	5555 San Felipe, Suite 600, Houston, TX 77056
D. W. Aronson	Treasurer	50 Fremont Street, Suite 3700, San Francisco, CA 94105
J. M. Boman	Assistant Secretary	50 Fremont Street, Suite 3700, San Francisco, CA 94105
J. R. Merrimee	Assistant Treasurer	50 Fremont Street, Suite 3700, San Francisco, CA 94105