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PROFIT CORPORATION ANNUAL REPORT 1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # **F93000001221 (1)**

1. Corporation Name *Fremont Energy Corporation (formerly BECHTEL ENERGY RESOURCES CORPORATION)*

N/E 3.18.96



Principal Place of Business: 5555 SAN FELIPE SUITE 600 HOUSTON TX 77056 US
Mailing Address: 5555 SAN FELIPE SUITE 600 HOUSTON TX 77056 US

2. Principal Place of Business (21-24) and 2a. Mailing Address (25-29) fields.

3. Date Incorporated or Qualified: 02/24/1993
3a. Date of Last Report: 05/01/1995
4. FEI Number: 94-2976940
5. Certificate of Status Desired: \$8.75 Additional Fee Required
6. Election Campaign Financing: \$5.00 May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes: Yes No

9. Name and Address of Current Registered Agent: C T CORPORATION SYSTEM, 1200 SOUTH PINE ISLAND RD., PLANTATION FL 33324

10. Name and Address of New Registered Agent (81-85) fields.

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: _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	D	1. TITLE	
NAME	DACHS, A M	2. NAME	
STREET ADDRESS	50 FREMONT ST., STE. 3700	3. STREET ADDRESS	
CITY - ST - ZIP	SAN FRANCISCO CA 94105	4. CITY - ST - ZIP	
TITLE	D	5. TITLE	
NAME	CONNELLY, R J	6. NAME	
STREET ADDRESS	50 FREMONT ST., STE. 3700	7. STREET ADDRESS	
CITY - ST - ZIP	SAN FRANCISCO CA	8. CITY - ST - ZIP	
TITLE	VPD	9. TITLE	
NAME	HIGGINS, J S	10. NAME	
STREET ADDRESS	50 FREMONT ST., STE. 3700	11. STREET ADDRESS	
CITY - ST - ZIP	SAN FRANCISCO CA 94105	12. CITY - ST - ZIP	
TITLE	VPSD	13. TITLE	
NAME	KOPF, R S	14. NAME	
STREET ADDRESS	50 FREMONT ST., STE. 3700	15. STREET ADDRESS	
CITY - ST - ZIP	SAN FRANCISCO CA 94105	16. CITY - ST - ZIP	
TITLE	VPAS	17. TITLE	
NAME	CAMPBELL, W J	18. NAME	
STREET ADDRESS	50 FREMONT ST., STE. 3700	19. STREET ADDRESS	
CITY - ST - ZIP	SAN FRANCISCO CA 94105	20. CITY - ST - ZIP	
TITLE	VP	21. TITLE	
NAME	CHICOINE, S D	22. NAME	
STREET ADDRESS	50 FREMONT ST., STE. 3700	23. STREET ADDRESS	
CITY - ST - ZIP	SAN FRANCISCO CA 94105	24. CITY - ST - ZIP	

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See Statement Attached

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]* DATE: 4/25/96 (713) 960-9160

CR2E034 (12/95)

Fremont Energy Corporation (Formerly Bechtel Energy Resources Corporation)
Florida Profit Corporation Annual Report
1996

Statement of Officers and Directors

<u>Name</u>	<u>Title</u>	<u>Address</u>
A.M. Dachs	Director	50 Fremont St., Suite 3700, San Francisco, CA 94105
J.D. Mahaffey	President and Director	50 Fremont St., Suite 3700, San Francisco, CA 94105
J.S. Higgins	Vice President, Chief Financial Officer and Director	50 Fremont St., Suite 3700, San Francisco, CA 94105
R.S. Kopf	Vice President, General Counsel, Secretary and Director	50 Fremont St., 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 St., Suite 3700, San Francisco, CA 94105
J.M. Boman	Assistant Secretary	50 Fremont St., Suite 3700, San Francisco, CA 94105
J.R. Merrimee	Assistant Treasurer	50 Fremont St., Suite 3700, San Francisco, CA 94105
R.T. Evans	Assistant Treasurer	50 Fremont St., Suite 3700, San Francisco, CA 94105
D.J. Reid	Assistant Treasurer	50 Fremont St., Suite 3700, San Francisco, CA 94105