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PROFIT CORPORATION ANNUAL REPORT



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

■ Secretary of State

DIVISION ON CORPORATIONS

1996

DOCUMENT # F9500001459 (5)

PENNZOIL LUBE CENTER ACCEPTANCE CORPORATION

P.O. BOX 2867 P.O. BOX 286									
Authority Auth	Principal Plac	e of Business	Mailing Address						
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C T CORPORATION SYSTEM 1200 SOUTH PINE ISLAND ROAD PLANTATION FL 33324 82 Street Address (P.O. Box Number is Not Acceptable) 11. Purchastri to this processors of Sections 607 (500) and 607 (500). Florida Stabuldes, the abuse named comparation autimits the statement for the purpose of changing its registered office familiar with, and acceptable in the statement for the purpose of changing its registered office familiar with, and acceptable processors of Sections 607 (500) and 607 (500). Florida Stabuldes. 11. Purchastri to this processors of Sections 607 (500) and 607 (500). Florida Stabuldes in a statement for the purpose of changing its registered office familiar with, and secopt the obligations of Section 607 (500). Florida Stabuldes SIGNATURE 12. OFFICERS AND DIRECTORS 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 14. 11 Int		9. Name and Address of Curren	nt Registered Agent						
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B4					00000	rect Address (F.O. Box Number is Not Acceptable)			
11. Pursuant to the provisions of Soctions 607,0502 and 607,1508. Florida Statutes, the above-hamed components to this state of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered eigent. I am registered eigent. I am social provision's control of control of the purpose of changing its registered office familiar with and accept the collegations of Section 607,0506, Fordica Statutes. SIGNATURE Signature. Steed or printed name of registeric again and this flack hause. POTE Registered Agent system in registered eigent. I am social diversity accept the appointment as registered eigent. I am social diversity accept the appointment as registered eigent. I am social diversity accept the appointment as registered eigent. I am social diversity accept the appointment as registered eigent. I am social diversity accept the appointment as registered eigent. I am social diversity accept the purpose of changing its registered office for social diversity accept the appointment as registered eigent. I am social diversity accept the appointment as registered eigent. I am social diversity accept the purpose of changing its registered office of the provision accepts the purpose of changing its registered office of the provision accepts the purpose of changing its registered office of the provision accepts the purpose of changing its registered office of the purpose of changing its registered office of the purpose of changing its registered office of the purpose diversity accepts the purpose of changing its registered office of the purpose of changing its registered office of the purpose diversity accepts the purpose of changing its registered office of the purpose diversity accepts the purpose of changing its registered office of the purpose of the purpose of the purpose of the purpose of purpose its registered off	PLANT	ATION FL 33324		83					
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Signature	or register	ed agent, or both, in the State of Florid	: and 607.1508, Florida Statut da. Such change was authoriz	es, the above- red by the cord	named control	corporation submits this statement for the purpose of changing its registered office is board of directors. I because account the purpose of changing its registered office			
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13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS 1.1 TITLE	SIGNATURE _	Signature, typed or printed name of registered goor.	and tilk if perlient a	76 6 5 7					
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I do horeby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 1937(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 appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE:

STATURE THE TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

4/15/96 (713) 546-8907

PENNZOIL LUBE CENTER ACCEPTANCE CORPORATION 700 MILAM, P. O. BOX 2967 HOUSTON, TEXAS 77252-2967

List of Principal Officers and Directors

Clyde W. Beahm	President and Director	700 Milam Houston, TX 77002-2806
David P. Alderson, II	Vice President and Treasurer Director	700 Milam Houston, TX 77002-2806
Linda F. Condit	Vice President and Secretary	700 Milam Houston, TX 77002-2806
Paul B. Siegel	Vice President and Director	700 Milam Houston, TX 77002-2806
Michael J. Maratea	Controller	700 Milam Houston, TX 77002-2806
Bruce K. Misamore	Assistant Treasurer	700 Milam Houston, TX 77002-2806
Michael P. Schieffer	Assistant Treasurer	700 Milam Houston, TX 77002-2806
Kennion K. Yano	Assistant Treasurer	700 Milam Houston, TX 77002-2806
Bruce T. Maughs	Assistant Secretary	700 Milam Houston, TX 77002-2806
Joan M. McNew	Assistant Secretary	700 Milam Houston, TX 77002-2806

NOTE: All terms expire upon the election of successors.