

**FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00**

**FILED**  
**May 11, 1999 8:00 am**  
**Secretary of State**

05-11-1999 90043 039 \*\*\*150.00

**PROFIT CORPORATION ANNUAL REPORT 1999**  
 FLORIDA DEPARTMENT OF STATE  
 Sandra B. Mortham  
 Secretary of State  
 DIVISION OF CORPORATIONS

**DOCUMENT # F97000006835**

1. Corporation Name  
 NATIONAL ENERGY PRODUCTION CORPORATION ✓

Principal Place of Business: P.O. BOX 1188, HOUSTON, TX 77251  
 Mailing Address: 333 CLAY ST., SUITE 1800 3AC 1479, HOUSTON TX 77002

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified  
 12/24/97

2. Principal Place of Business	2a. Mailing Address	4. FEI Number	Applied For
21 Suite, Apt. #, etc.	26 Suite, Apt. #, etc.	76-0540797	Not Applicable
22 City & State	27 City & State	5. Certificate of Status Desired	\$8.75 Additional Fee Required
23 Zip	28 Zip	6. Election Campaign Financing Trust Fund Contribution	\$5.00 May Be Added to Fees
24 Country	29 Country	8. This corporation owes or has paid the current year intangible Personal Property Tax due June 30.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No

9. Name and Address of Current Registered Agent	10. Name and Address of New Registered Agent
CT CORPORATION SYSTEM 1200 S. PINE ISLAND ROAD PLANTATION, FL 33324	81 Name
	82 Street Address (P.O. Box Number is Not Acceptable)
	83
	84 City
	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 \_\_\_\_\_  
 Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating) DATE \_\_\_\_\_

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	SEE ATTACHED <input type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		1.2 NAME	
STREET ADDRESS		1.3 STREET ADDRESS	
CITY - ST - ZIP		1.4 CITY - ST - ZIP	
TITLE	<input type="checkbox"/> DELETE	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		2.2 NAME	
STREET ADDRESS		2.3 STREET ADDRESS	
CITY - ST - ZIP		2.4 CITY - ST - ZIP	
TITLE	<input type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		3.2 NAME	
STREET ADDRESS		3.3 STREET ADDRESS	
CITY - ST - ZIP		3.4 CITY - ST - ZIP	
TITLE	<input type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		4.2 NAME	
STREET ADDRESS		4.3 STREET ADDRESS	
CITY - ST - ZIP		4.4 CITY - ST - ZIP	
TITLE	<input type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	
CITY - ST - ZIP		5.4 CITY - ST - ZIP	
TITLE	<input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY - ST - ZIP		6.4 CITY - ST - ZIP	

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: Leesa M. White LEESA M. WHITE VP & TAX COUNSEL 4/29/99 (713) 646-7119  
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (10/97)

**DIRECTORS**

	<u>Title</u>
James V. Derrick, Jr.#	Director
Kurt S. Huneke*	Director
Lawrence L. Izzo	Director
Joseph W. Sutton	Director
Robert H. Walls, Jr.	Director

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**OFFICERS**

	<u>Title</u>
Joseph W. Sutton	Chairman
Lawrence L. Izzo	Chief Executive Officer
John H. Gillis	President
Daniel J. Haas	Senior Vice President, Operations
Robert H. Walls, Jr.	Senior Vice President and General Counsel
Robert J. Hermann*#	Vice President and General Tax Counsel
Jeffrey McMahon	Vice President, Finance and Treasurer
Peggy B. Menchaca#	Vice President and Secretary
Carl D. Quist	Vice President, Engineering
Michael J. Ranz	Vice President, Project Management
Richard K. Westfahl	Vice President
Leesa M. White	Vice President and Tax Counsel
Jeffrey E. Sommers	Controller
Elaine V. Overturf#	Deputy Corporate Secretary
Ronald L. Perry	Assistant Controller
Kate B. Cole#	Assistant Secretary
Geneva H. Hiroms*#	Assistant Secretary
David H. Lund	Assistant Secretary