

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

FILED
May 06 1998 8:00am
Secretary of State

PROFIT
CORPORATION
ANNUAL REPORT
1998



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

DOCUMENT # P08105 (9)
1. Corporation Name
HUNTSMAN CHEMICAL CORPORATION

Principal Place of Business Mailing Address
500 HUNTSMAN WAY 500 HUNTSMAN WAY
SALT LAKE CITY UT 84108 SALT LAKE CITY UT 84108
US US



DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified 11/14/1985	
2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip Country	2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip Country
4. FEI Number 87-0388897	
5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	
8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent

CT CORPORATION SYSTEM
1200 S. PINE ISLAND ROAD
PLANTATION FL 33324

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)

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	C HUNTSMAN, JON M. <input type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	500 HUNTSMAN WAY	1.2 NAME	
STREET ADDRESS	SALT LAKE CITY UT	1.3 STREET ADDRESS	
CITY-ST-ZIP		1.4 CITY-ST-ZIP	
TITLE	P DURHAM, RICHARD <input checked="" type="checkbox"/> DELETE	2.1 TITLE	Vice Chairman <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	500 HUNTSMAN WAY	2.2 NAME	Huntsman, Jon M., Jr.
STREET ADDRESS	SALT LAKE CITY UT	2.3 STREET ADDRESS	500 Huntsman Way
CITY-ST-ZIP		2.4 CITY-ST-ZIP	Salt Lake City, Utah 84108
TITLE	V HUNTSMAN, PETER R. <input type="checkbox"/> DELETE	3.1 TITLE	President and C.O.O. <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	500 HUNTSMAN WAY	3.2 NAME	Huntsman, Peter R.
STREET ADDRESS	SALT LAKE CITY UT	3.3 STREET ADDRESS	500 Huntsman Way
CITY-ST-ZIP		3.4 CITY-ST-ZIP	Salt Lake City, Utah 84108
TITLE	VI SKIDMORE, LEE S. <input checked="" type="checkbox"/> DELETE	4.1 TITLE	Vice Pres. and C.F.O. <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	500 HUNTSMAN WAY	4.2 NAME	Petersen, Martin F.
STREET ADDRESS	SALT LAKE CITY UT	4.3 STREET ADDRESS	500 Huntsman Way
CITY-ST-ZIP		4.4 CITY-ST-ZIP	Salt Lake City, Utah 84108
TITLE	V ESPLIN, J. KIMO <input type="checkbox"/> DELETE	5.1 TITLE	Sr. Vice Pres. & C.F.O. <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	500 HUNTSMAN WAY	5.2 NAME	Esplin, J. Kimo
STREET ADDRESS	SALT LAKE CITY UT	5.3 STREET ADDRESS	500 Huntsman Way
CITY-ST-ZIP		5.4 CITY-ST-ZIP	Salt Lake City, Utah 84108
TITLE	S LENCE, ROBERT B <input type="checkbox"/> DELETE	6.1 TITLE	Sr. Vice Pres. & General <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	500 HUNTSMAN WAY	6.2 NAME	Counsel, Secretary
STREET ADDRESS	SALT LAKE CITY UT	6.3 STREET ADDRESS	Lence, Robert B.
CITY-ST-ZIP		6.4 CITY-ST-ZIP	500 Huntsman Way

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 19.07(3)(f), 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: _____ Robert B. Lence April 22, 1998 (801) 584-5700

CR2E034 (1097)