

FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00

1-2

PROFIT
CORPORATION
ANNUAL REPORT
1996



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

DOCUMENT # P12460 (2)

1. Corporation Name

PENNZOIL PRODUCTS COMPANY



Principal Place of Business

Mailing Address

700 MILAM
P.O. BOX 2967
HOUSTON TX 77002-2906
US

P.O. BOX 2967
P.O. BOX 2967
HOUSTON TX 77252-2967
US

3. Date Incorporated or Qualified

12/11/1986

3a. Date of Last Report

04/21/1995

2. Principal Place of Business

2a. Mailing Address

21

26

Suite, Apt. #, etc.

Suite, Apt. #, etc.

22

27

City & State

City & State

23

28

Zip

Country

Zip

Country

24

25

29

30

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

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

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 | PD | <input type="checkbox"/> DELETE |
| NAME | PATE, JAMES L. | |
| STREET ADDRESS | 700 MILAM | |
| CITY-ST-ZIP | HOUSTON TX | |
| TITLE | V | <input type="checkbox"/> DELETE |
| NAME | MALINSKI, MARK A. | |
| STREET ADDRESS | 700 MILAM | |
| CITY-ST-ZIP | HOUSTON TX | |
| TITLE | V | <input type="checkbox"/> DELETE |
| NAME | ROBB, W. M. | |
| STREET ADDRESS | 700 MILAM | |
| CITY-ST-ZIP | HOUSTON TX | |
| TITLE | TV | <input type="checkbox"/> DELETE |
| NAME | ALDERSON, DAVID P. | |
| STREET ADDRESS | 700 MILAM | |
| CITY-ST-ZIP | HOUSTON TX | |
| TITLE | S | <input type="checkbox"/> DELETE |
| NAME | CONDIT, LINDA F. | |
| STREET ADDRESS | 700 MILAM | |
| CITY-ST-ZIP | HOUSTON TX | |
| TITLE | AS | <input type="checkbox"/> DELETE |
| NAME | MCNEW, JOAN M. | |
| STREET ADDRESS | 700 MILAM | |
| CITY-ST-ZIP | HOUSTON TX | |

| | |
|--------------------|--|
| 1.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| 1.2 NAME | |
| 1.3 STREET ADDRESS | |
| 1.4 CITY-ST-ZIP | |
| 2.1 TITLE | <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition |
| 2.2 NAME | BEAHM, CLYDE W. |
| 2.3 STREET ADDRESS | |
| 2.4 CITY-ST-ZIP | |
| 3.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| 3.2 NAME | |
| 3.3 STREET ADDRESS | |
| 3.4 CITY-ST-ZIP | |
| 4.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| 4.2 NAME | |
| 4.3 STREET ADDRESS | |
| 4.4 CITY-ST-ZIP | |
| 5.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| 5.2 NAME | |
| 5.3 STREET ADDRESS | |
| 5.4 CITY-ST-ZIP | |
| 6.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| 6.2 NAME | |
| 6.3 STREET ADDRESS | |
| 6.4 CITY-ST-ZIP | |

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 AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

4/15/96

(713) 546-8907

Date

Daytime Phone #

CR2E034 (12/95)

PENNZOIL PRODUCTS COMPANY**700 MILAM, P. O. BOX 2967
HOUSTON, TEXAS 77252-2967****List of Principal Officers and Directors**

| | | |
|-----------------------|---|-------------------------------------|
| James L. Pate | President and Director | 700 Milam Houston, TX 77002-2806 |
| David P. Alderson, II | Vice President, Treasurer and Director | 700 Milam Houston, TX 77002-2806 |
| Clyde W. Beahm | Vice President | 700 Milam Houston, TX 77002-2806 |
| Linda F. Condit | Vice President and Secretary | 700 Milam Houston, TX 77002-2806 |
| William M. Robb | Vice President | 700 Milam Houston, TX 77002-2806 |
| James W. Shaddix | Vice President and Director | 700 Milam Houston, TX 77002-2806 |
| Paul B. Siegel | Vice President | 700 Milam Houston, TX 77002-2806 |
| Michael J. Maratea | Controller | 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.