

FILED
May 06 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997		 FLORIDA DEPARTMENT OF STATE Sandra B. Morinham Secretary of State DIVISION OF CORPORATIONS		FILED May 06 1997 8:00am Secretary of State	
DOCUMENT # P15428 (6)					
1. Corporation Name GLOBAL NATURAL RESOURCES CORPORATION OF NEVADA					
Principal Place of Business 5300 MEMORIAL DR., SUITE 800 HOUSTON TX 77007		Mailing Address 5300 MEMORIAL DR., SUITE 800 HOUSTON TX 77007			
2. Principal Place of Business 21 1001 Fannin Suite, Apt. #, etc. 22 Suite 1700 City & State 23 Houston, TX Zip 24 77002		2a. Mailing Address 26 1001 Fannin Suite, Apt. #, etc. 27 Suite 1700 City & State 28 Houston, TX Zip 29 77002		3. Date incorporated or Qualified 07/31/1987 3a. Date of Last Report 04/11/1995 4. FEI Number 74-2170627 5. Certificate of Status Desired 6. Election Campaign Financing Trust Fund Contribution 7. This corporation has liability for intangible tax under s. 199.032, Florida Statutes 8. Date of Last Report 04/11/1995 Applied For Not Applicable \$8.75 Additional Fee Required \$5.00 May Be Added to Fees Yes 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	
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.				12. OFFICERS AND DIRECTORS	
SIGNATURE Signature, typed or printed name of registered agent and title if applicable				NOTE: Registered Agent signature required when reappointing	
12. OFFICERS AND DIRECTORS				13. ADDITIONS, CHANGES TO OFFICERS AND DIRECTORS IN '2	
1. TITLE NAME STREET ADDRESS CITY - ST - ZIP PO VAGT, ROBERT F 5300 MEMORIAL STE. 800 HOUSTON TX 77007				1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY - ST - ZIP 600002173836 -05/09/97--01123--018 ***165.00	
2. TITLE NAME STREET ADDRESS CITY - ST - ZIP SV HUBBARD, WILLIAM D 5300 MEMORIAL, STE. #800 HOUSTON TX				2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY - ST - ZIP Vice President John N. Goodpasture 1001 Fannin, Suite 1700 Houston, TX 77002	
3. TITLE NAME STREET ADDRESS CITY - ST - ZIP VSDT HILL, ERIC L 5300 MEMORIAL STE. #800 HOUSTON TX				3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY - ST - ZIP Robert F. Vagt Chairman of the Board of Directors 1001 Fannin, Suite 1700 Houston, TX 77002	
4. TITLE NAME STREET ADDRESS CITY - ST - ZIP V WINKLE, LEE VAN M 5300 MEMORIAL DR., #800 HOUSTON TX 77007				4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY - ST - ZIP Secretary Sylvia Sanchez 1001 Fannin, Suite 1700 Houston, TX 77002	
5. TITLE NAME STREET ADDRESS CITY - ST - ZIP V BARNES, KELLEY M 5300 MEMORIAL DR., #800 HOUSTON TX 77007				5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY - ST - ZIP Treasurer Stephen A. Thorington 1001 Fannin, Suite 1700 Houston, TX 77002	
6. TITLE NAME STREET ADDRESS CITY - ST - ZIP V BARNES, KELLEY M 5300 MEMORIAL DR., #800 HOUSTON TX 77007				6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY - ST - ZIP Chief Counsel, VP Janice K. Hartrick 1001 Fannin, Suite 1700 Houston, TX 77002	
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)(d), 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 or both, as applicable, or on the document with an address.				15. SIGNATURE David V. Andrews, Asst VP, Tax 4/30/97	

**GLOBAL NATURAL RESOURCES CORPORATION OF NEVADA
OFFICERS & DIRECTORS**

TITLE	OFFICER	ADDRESS
Chairman of the Board	Robert F. Vagt	1001 Fannin, Suite 1700 Houston, TX 77002
Vice Chairman	John W. Elias	1001 Fannin, Suite 1700 Houston, TX 77002
Vice Chairman, Chief Financial Officer and Assistant Secretary	William L. Transler	1001 Fannin, Suite 1700 Houston, TX 77002
President	Vacant	1001 Fannin, Suite 1700 Houston, TX 77002
Vice President	John N. Goodpasture	1001 Fannin, Suite 1700 Houston, TX 77002
Vice President	Charles D. Jobe	1001 Fannin, Suite 1700 Houston, TX 77002
Vice President	Kenneth R. Sanders	1001 Fannin, Suite 1700 Houston, TX 77002
Vice President	Darrell G. Molnar	1001 Fannin, Suite 1700 Houston, TX 77002
Vice President	James E. Cole	1001 Fannin, Suite 1700 Houston, TX 77002
Vice President and Controller	Gordon L. McConnell	1001 Fannin, Suite 1700 Houston, TX 77002
Vice President, Finance and Treasurer	Stephen A. Thorington	1001 Fannin, Suite 1700 Houston, TX 77002
Secretary	Sylvia Sanchez	1001 Fannin, Suite 1700 Houston, TX 77002
Chief Counsel, Vice President, Environmental Affairs & Asst. Secretary	Janice K. Hartrick	1001 Fannin, Suite 1700 Houston, TX 77002
Assistant Treasurer and Assistant Secretary	Karen S. Brady	1001 Fannin, Suite 1700 Houston, TX 77002
Assistant Vice President, Tax	David V. Andrews	1001 Fannin, Suite 1700 Houston, TX 77002

DIRECTORS	ADDRESS
Barry J. Galt	1001 Fannin, Suite 1700 Houston, TX 77002
Robert F. Vagt	1001 Fannin, Suite 1700 Houston, TX 77002
John W. Elias	1001 Fannin, Suite 1700 Houston, TX 77002
William L. Transler	1001 Fannin, Suite 1700 Houston, TX 77002