


**2004 FOR PROFIT CORPORATION ANNUAL REPORT**

**FILED**  
**Feb 10, 2004 8:00 am**  
**Secretary of State**

02-10-2004 90023 045 \*\*\*150.00

**DOCUMENT # P16004**

1. Entity Name  
**TEXACO OVERSEAS HOLDINGS, INC.**



Principal Place of Business  
**6001 BOLLINGER CANYON RD.  
 SAN RAMON, CA 94583 US**

Mailing Address  
**2613 CAMINO RAMON  
 RM 5319  
 SAN RAMON, CA 94583 US**

2. Principal Place of Business  
 Suite, Apt. #, etc.

3. Mailing Address  
 Suite, Apt. #, etc.

City & State  
 City & State

Zip Country  
 Zip Country

01132004 Chg-P CR2E034 (10/03)

4. FEI Number  
**58-1594519**

Applied For  
 Not Applicable

5. Certificate of Status Desired  **\$8.75 Additional Fee Required**

**6. Name and Address of Current Registered Agent**

**THE PRENTICE-HALL CORPORATION SYSTEM INC.  
 1201 HAYS STREET  
 SUITE 105  
 TALLAHASSEE, FL 32301**

**7. Name and Address of New Registered Agent**

Name  
 Street Address (P.O. Box Number is Not Acceptable)  
 City **FL** Zip Code

8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent.

SIGNATURE \_\_\_\_\_ DATE \_\_\_\_\_  
Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating)

**FILE NOW!!! FEE IS \$150.00**  
**After May 1, 2004 Fee will be \$550.00**

9. Election Campaign Financing Trust Fund Contribution.  **\$5.00 May Be Added to Fees**

**10. OFFICERS AND DIRECTORS**

TITLE NAME STREET ADDRESS CITY-ST-ZIP	CP KIRKLAND, G L 1301 MCKINNEY HOUSTON, TX 77010 <input type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY-ST-ZIP	S TAYLOR, W C 6001 BOLLINGER CANYON RD. SAN RAMON, CA 94583 <input type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY-ST-ZIP	T SHEPPARD, H B 6001 BOLLINGER CANYON RD SAN RAMON, CA 94583 <input type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY-ST-ZIP	AS BRECHTEL, W J 2613 CAMINO RAMON SAN RAMON, CA 94583 <input type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Delete

**11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11**

TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
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TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition

12. 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 report or supplemental 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 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE: W. J. Brechtel **W. J. BRECHTEL** **FEB 05 2004** 925-842-1000  
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

*see attached*

*p1608 of 7~~3~~*  
*44009456*

**Texaco Overseas Holdings Inc.**

**58-1594519**

Directors

Business Address

J. R. Hawn	1 Westferry Circus Canary Wharf, London E14 4HA, England
G. L. Kirkland	1301 McKinney, Houston, TX. 77010
J. D. McKenzie	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
D. A. Walsh	6001 Bollinger Canyon Rd, San Ramon, CA 94583

Name

Officers

Business Address

G. L. Kirkland	Chairman & President	1301 McKinney, Houston, TX. 77010
J. R. Hawn	Senior Vice-President	1 Westferry Circus Canary Wharf, London E14 4HA, E
J. D. McKenzie	Senior Vice-President	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
D. A. Walsh	Senior Vice-President	6001 Bollinger Canyon Rd, San Ramon, CA 94583
D. A. Walsh	Senior Vice-President	6001 Bollinger Canyon Rd, San Ramon, CA 94583
B. J. Koc	Vice-President	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
G. Matiuk	Vice-President	6001 Bollinger Canyon Rd., San Ramon, CA. 94583
P. J. Oakford	Vice-President	2000 Westchester Ave., White Plains, NY 10650
R. B. Roberts	Vice-President	1111 Bagby Street, Houston, TX. 77002
R. N. Ryan, Jr.	Vice-President	6001 Bollinger Canyon Rd., San Ramon, CA. 94583
E. B. Scott	Vice-President	6001 Bollinger Canyon Rd, San Ramon, CA 94583
B. C. Wong	Vice-President	2000 Westchester Avenue, White Plains, NY 10650
W. C. Taylor	Secretary	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
H. B. Sheppard	Treasurer	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
W. J. Brechtel	Asst Secretary	2613 Camino Ramon, San Ramon, CA 94583
C. M. Duncan	Asst Secretary	6101 Bollinger Canyon Rd., San Rmaon, Ca. 94583
Y. N. Guzdar	Asst Secretary	6001 Bollinger Canyon Rd., San Ramon, CA 94583
J. H. Jones, Jr.	Asst Secretary	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
J. Plentz	Asst Secretary	2333 Ponce De Leon Blvd., Coral Gables, FL. 33134
K. C. Schafer	Asst Secretary	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
F. G. Soler	Asst Secretary	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
M. Southern	Asst Secretary	30 Raffles Place, Singapore 48644
G. Tsuchiya	Asst Secretary	2613 Camino Ramon, San Ramon, CA. 94583
M. G. Winston	Asst Secretary	6001 Bollinger Canyon Rd., San Ramon, CA. 94583
H. Xun	Asst Secretary	6001 Bollinger Canyon Rd., San Ramon, CA. 94583
C. S. Ziemba	Asst Secretary	1111 Bagby Street, Houston, TX 77020
R. C. Gordan	Asst Treasurer	6001 Bollinger Canyon Rd., San Ramon, CA. 94583
S. H. Peth	Asst Treasurer	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
R. E. Lee	Asst Treasurer	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
J. D. Lyness	Asst Treasurer	6001 Bollinger Canyon Rd, San Ramon, CA. 94583

Term Expires: On next meeting of stockholders or upon election or appointment of successors.

01/12/04