

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

FILED
Apr 23 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998	FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # P17585
1. Corporation Name
GLACIER PARK COMPANY

Principal Place of Business 5051 WESTHEIMER SUITE 1400 HOUSTON TX 77056	Mailing Address 801 CHERRY ST SUITE 200 FT WORTH TX 761026842
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip 24 Country	2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29 Country
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3. Date Incorporated or Qualified 01/11/88	4. FEI Number 41-1233483	Applied For <input type="checkbox"/> Not Applicable
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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No

9. Name and Address of Current Registered Agent
CT CORPORATION SYSTEM
1200 S PINE ISLAND RD
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
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	
TITLE NAME STREET ADDRESS CITY - ST - ZIP	P SHACKOULS, BOBBY S 5051 WESTHEIMER STE 1400 HOUSTON TX 77056 <input type="checkbox"/> DELETE
TITLE NAME STREET ADDRESS CITY - ST - ZIP	EVP HAGLE, JOHN E 5051 WESTHEIMER STE 1400 HOUSTON TX 77056 <input type="checkbox"/> DELETE
TITLE NAME STREET ADDRESS CITY - ST - ZIP	EVP MUNDT, RANDOLPH P 5051 WESTHEIMER STE 1400 HOUSTON TX 77056 <input type="checkbox"/> DELETE
TITLE NAME STREET ADDRESS CITY - ST - ZIP	EVP SCHISSLER, GERALD J 5051 WESTHEIMER STE 1400 HOUSTON TX 77056 <input type="checkbox"/> DELETE
TITLE NAME STREET ADDRESS CITY - ST - ZIP	SVP DUBOIS, EVERETT D 5051 WESTHEIMER STE 1400 HOUSTON TX 77056 <input type="checkbox"/> DELETE
TITLE NAME STREET ADDRESS CITY - ST - ZIP	SVP HANOWER, L DAVID 5051 WESTHEIMER STE 1400 HOUSTON TX 77056 <input type="checkbox"/> DELETE

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY - ST - ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition SEE ATTACHED
2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY - ST - ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY - ST - ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY - ST - ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY - ST - ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition 4.23
6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY - ST - ZIP	10000230803 -04/24/98--01018--014 ***150.00

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: _____ **4/15/98** **817 347 2000**
Signature and typed or printed name of signing officer or director Date Daytime Phone #
Ernesto Gomez, Tax Officer

CR2E034 (10/97)

GLACIER PARK COMPANY
5051 WESTHEIMER, SUITE 1400
P. O. BOX 4239 (77210)
HOUSTON, TEXAS 77056

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I. DIRECTORS AND OFFICERS

<u>Name</u>	<u>Title</u>	<u>Business Address</u>
Bobby S. Shackouls	President	5051 Westheimer, Suite 1400 Houston, Texas 77056
John E. Hagale	Director, Executive Vice President and Chief Financial Officer	5051 Westheimer, Suite 1400 Houston, Texas 77056
Randolph P. Mundt	Executive Vice President	5051 Westheimer, Suite 1400 Houston, Texas 77056
C. Ray Owen	Director and Executive Vice President	5051 Westheimer, Suite 1400 Houston, Texas 77056
Gerald J. Schissler	Director and Executive Vice President, Law	5051 Westheimer, Suite 1400 Houston, Texas 77056
Everett D. DuBois	Senior Vice President and Treasurer	5051 Westheimer, Suite 1400 Houston, Texas 77056
L. David Hanower	Senior Vice President, Law and Assistant Secretary	5051 Westheimer, Suite 1400 Houston, Texas 77056
Frederick J. Plaeger II	Senior Vice President, Law and Assistant Secretary	5051 Westheimer, Suite 1400 Houston, Texas 77056
Louis A. Raspino, Jr.	Senior Vice President	5051 Westheimer, Suite 1400 Houston, Texas 77056
Gavin H. Smith	Senior Vice President	5051 Westheimer, Suite 1400 Houston, Texas 77056
Suzanne V. Baer	Vice President and Assistant Treasurer	5051 Westheimer, Suite 1400 Houston, Texas 77056
Phillip W. Cook	Vice President and Controller	5051 Westheimer, Suite 1400 Houston, Texas 77056
Mark E. Ellis	Vice President	P. O. Box 4289 Farmington, NM 87402
Richard E. Fraley	Vice President	5051 Westheimer, Suite 1400 Houston, Texas 77056

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GLACIER PARK COMPANY**I. DIRECTORS AND OFFICERS (Cont'd.)**

<u>Name</u>	<u>Title</u>	<u>Business Address</u>
Gene A. Hammons	Vice President	5051 Westheimer, Suite 1400 Houston, Texas 77056
C. Scott Kirk	Vice President	5051 Westheimer, Suite 1400 Houston, Texas 77056
Randy L. Limbacher	Vice President	400 N. Sam Houston Pkwy. E. Suite 400 Houston, Texas 77060
Hunter L. Malson	Vice President	3300 N. "A" Street Midland, Texas 79705
Donald E. Melster	Vice President	5051 Westheimer, Suite 1400 Houston, Texas 77056
Thomas H. Owen, Jr.	Vice President, Law and Assistant Secretary	5051 Westheimer, Suite 1400 Houston, Texas 77056
William B. Usher	Vice President	5051 Westheimer, Suite 1400 Houston, Texas 77056
P. Gene Wingo	Vice President	801 Cherry Street, Suite 700 Ft. Worth, Texas 76102
Wendi S. Zerwas	Corporate Secretary	5051 Westheimer, Suite 1400 Houston, Texas 77056
Meta L. Wilber	Assistant Secretary	801 Cherry Street, Suite 700 Ft. Worth, Texas 76102
Ernesto Gomez	Tax Officer	801 Cherry Street, Suite 700 Ft. Worth, Texas 76102