


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

FILED
Apr 24 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 # P20832 (2)

1. Corporation Name
SAUDI REFINING, INC.



Principal Place of Business 8009 WEST LOOP SOUTH HOUSTON TX 77096	Mailing Address PO BOX 4602 HOUSTON TX 77210-4602
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 09/09/1988	
21	Suite, Apt. #, etc.	26	Suite, Apt. #, etc.	4. FEI Number 76-0253177	Applied For Not Applicable
22	City & State	27	City & State	5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
23	Zip	28	Zip	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
24	Country	29	Country	8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No	

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

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) DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	D/S <input type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	LEWIS, LESLIE G.	1.2 NAME	
STREET ADDRESS	5310 LONGMONT	1.3 STREET ADDRESS	
CITY-ST-ZIP	HOUSTON TX 77056	1.4 CITY-ST-ZIP	
TITLE	P/D <input type="checkbox"/> DELETE	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	WOELFEL, F.R.	2.2 NAME	
STREET ADDRESS	9626 BRIAR FOREST DR	2.3 STREET ADDRESS	
CITY-ST-ZIP	HOUSTON TX 77063	2.4 CITY-ST-ZIP	
TITLE	DT <input type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MALLEY, ROBERT J	3.2 NAME	
STREET ADDRESS	14722 OAK BEND	3.3 STREET ADDRESS	
CITY-ST-ZIP	HOUSTON TX	3.4 CITY-ST-ZIP	
TITLE	D/S <input type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	OMER, MICHAEL L.	4.2 NAME	
STREET ADDRESS	12893 WESTHEIMER #175	4.3 STREET ADDRESS	
CITY-ST-ZIP	HOUSTON TX 77077	4.4 CITY-ST-ZIP	
TITLE	V/D <input checked="" type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BARNES, JOHN R.	5.2 NAME	
STREET ADDRESS	2907 W AUTUMN RUN CIR	5.3 STREET ADDRESS	
CITY-ST-ZIP	SUGAR LAND TX 77479	5.4 CITY-ST-ZIP	
TITLE	D/S <input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MCGINLEY, STANLEY E.	6.2 NAME	
STREET ADDRESS	ARAMCO, 1291 FURSAN CIR	6.3 STREET ADDRESS	
CITY-ST-ZIP	DHAHRAN, 31311, SAUDI ARABIA	6.4 CITY-ST-ZIP	

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.

J. C. SGARLAT, CONTROLLER 713-432-5805

SIGNATURE: *J. C. Sgarlat*

4/13/98

CR2E034 (10/97)

SAUDI REFINING, INC.

LIST OF DIRECTORS AND OFFICERS

AS OF 12/31/97

DIRECTORS

RESIDENCE

TERM EXPIRES

M. A. Jalali
#541-66-3394

13622 Sundowner
Houston, TX 77041

On next regular meeting of
stockholders and upon election of
successors.

Frank R. Woelfel
#121-22-4754

9626 Briar Forest Dr
Houston, TX 77063

William M. Kaparich
#540-48-9730

8118 Braesview Lane
Houston, TX 77071

A. A. Saleh

Aramco, Admin. Bldg.
Dhahran, Saudi Arabia

S. R. Shaifan

Aramco, Box 714
Dhahran, Saudi Arabia

SAUDI REFINING, INC.

LIST OF DIRECTORS AND OFFICERS

As of 12/31/97

OFFICERS

RESIDENCE

TERM EXPIRES

M. A. Jalali
Chairman of the Board
#541-66-3394

13622 Sundowner
Houston, TX 77041

On next regular meeting of Board of Directors following regular meeting of stockholders and upon election of successors.

Frank R. Woelfel
President & CEO
#121-22-4754

9626 Briar Forest Dr.
Houston, TX 77063

Stanley E. McGinley
Secretary
#554-44-9365

Aramco, 1291 Fursan Cir.
Dhahran, Saudi Arabia

James C. Sgarlat
Controller
#174-38-5076

4923 Dumfries
Houston, TX 77096

Robert J. Malley
Secretary & Treasurer
#268-40-1777

14722 Oak Bend
Houston, TX 77079

David B. Kultgen
Assist. Secretary
#449-90-4251

Aramco, 4449 Kings Road
Dhahran, Saudi Arabia

Leslie G. Lewis
Assist. Secretary
#217-34-1469

5310 Longmont
Houston, TX 77056

Michael L. Omer
Assist. Secretary
#523-62-9053

14403 Broadgreen Dr.
Houston, TX 77079

COUNSEL

Stanley E. McGinley
General Counsel
#554-44-9365

Aramco, 1291 Fursan Cir.
Dhahran, Saudi Arabia

David B. Kultgen
Assoc. Gen. Counsel
#449-90-4251

Aramco, 4449 Kings Road
Dhahran, Saudi Arabia