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Pg 1083

PROFIT
CORPORATION
ANNUAL REPORT
1996



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

DOCUMENT # P31208 (2)

1. Corporation Name

J. RAY McDERMOTT, INC.



Principal Place of Business

1450 POYDRAS STREET
% TAX DEPT.
NEW ORLEANS LA 70112

Mailing Address

P.O. BOX 60035
% TAX DEPT.
NEW ORLEANS LA 70112

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

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 any.

(If Officer, Registered Agent, or Director, sign and type name as appearing in listing.)

SEE ATTACHED LISTING

12. OFFICERS AND DIRECTORS

TITLE	D	<input type="checkbox"/> DELETE
NAME	HOWSON, R.E.	
STREET ADDRESS	1450 POYDRAS STREET	
CITY-STATE-ZIP	NEW ORLEANS LA 70112	
TITLE	DS	<input checked="" type="checkbox"/> DELETE
NAME	PURTELL, L.R.	
STREET ADDRESS	1450 POYDRAS STREET	
CITY-STATE-ZIP	NEW ORLEANS LA 70112	
TITLE	V	<input type="checkbox"/> DELETE
NAME	FORMAN, R.R.	
STREET ADDRESS	1450 POYDRAS STREET	
CITY-STATE-ZIP	NEW ORLEANS LA 70112	
TITLE	PD	<input checked="" type="checkbox"/> DELETE
NAME	WILDASIN, J.J.	
STREET ADDRESS	1450 POYDRAS STREET	
CITY-STATE-ZIP	NEW ORLEANS LA 70112	
TITLE	V	<input checked="" type="checkbox"/> DELETE
NAME	LAURET, G.T.	
STREET ADDRESS	5718 WESTHEIMER, SUITE 600	
CITY-STATE-ZIP	HOUSTON TX 77057	
TITLE	V	<input checked="" type="checkbox"/> DELETE
NAME	WILSON, D.W.	
STREET ADDRESS	2ND FLOOR ALBEMARLE HOUSE/1 ALBEMARLE ST.	
CITY-STATE-ZIP	LONDON ENGLAND	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
1.1 TITLE	C/D <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 CITY-STATE-ZIP	
2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY-STATE-ZIP	
3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY-STATE-ZIP	
4.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
4.2 NAME	P/D
4.3 STREET ADDRESS	LAM, M H
4.4 CITY-STATE-ZIP	801 N ELDRIDGE STREET HOUSTON TX 77079
5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY-STATE-ZIP	
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	
6.3 STREET ADDRESS	
6.4 CITY-STATE-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

R.A. JOLLIFF
ACTING TREASURER

4/25/96 (504) 587-4411

Date

Telephone Number

CR2E034 (12/95)

J. RAY McDERMOTT, INC.
OFFICERS AND DIRECTORS

OFFICERS

R.E. Howson
Chairman of the Board
and Chief Executive Officer

M.H. Lam
President

R.R. Foreman
Executive Vice President and
Chief Financial Officer

R.E. Woolbert
Executive Vice President,
and Chief Administrative Officer

L.E. Walker
Senior Vice President

D.R. Gaubert
Vice President - Finance

R.H. Rawle
Vice President and Group Executive

J.E. Franklin
Vice President and General Manager

C.E. Bell
Vice President

D.M. Houser
Vice President

V.N. Martin
Vice President

F.A. Smith, Jr.
Vice President

J.E. Kastner
Vice President

P.S. Atkinson
Controller

R.A. Jolliff
Acting Treasurer

BUSINESS ADDRESS

1450 Poydras Street
New Orleans, LA 70112

801 N. Eldridge Street
Houston, TX 77079

1450 Poydras Street
New Orleans, LA 70112

1450 Poydras Street
New Orleans, LA 70112

2nd Floor, Albemarle House
1 Albemarle Street
London W1X 3HF
England

1450 Poydras Street
New Orleans, LA 70112

P.O. Box 188
Morgan City, LA 70381

2nd Floor, Albemarle House
1 Albemarle Street
London W1X 3HF
England

1 Science Centre Road
#08-00 Unity House
Singapore 2260

P.O. Box 188
Morgan City, LA 70381

2nd Floor, Albemarle House
1 Albemarle Street
London W1X 3HF
England

5718 Westheimer, Suite 600
Houston, TX 77057

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New Orleans, LA 70112

S.W. Murphy
Acting Secretary

F.C. Allen, Jr.
Assistant Secretary

J.C. Gervais
Assistant Secretary

R.D. Hargis, Jr.
Assistant Secretary

L.J. Kliebert
Assistant Secretary

J.E. Manion, III
Assistant Secretary

J.S. Tsai
Assistant Secretary

R.E. Stumpf
Assistant Secretary

DIRECTOR

R.E. Howson

M.H. Lam

As of 01/18/96
H:\WPDOCS\OLISTS\JRM
Revised: 04/15/96

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