

5-15-98 B 7416 C
FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

FILED
May 15 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 # P32604 (1)
1. Corporation Name
SEAGULL MARKETING SERVICES, INC.



Principal Place of Business 1001 FANNIN, SUITE 1700 HOUSTON TX 77002	Mailing Address 1001 FANNIN, SUITE 1700 HOUSTON TX 77002
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 01/28/1991	
21 Suite, Apt. #, etc.	26 Suite, Apt. #, etc.	4. FEI Number 74-2094190		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	30		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

THE PRENTICE HALL CORPORATION SYSTEM
1201 HAYES ST
SUITE 105
TALLAHASSEE FL 32301

10. Name and Address of New Registered Agent

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 _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	CB VAGT, ROBERT F 1001 FANNIN STE 1700 HOUSTON TX <input type="checkbox"/> DELETE	1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY-ST-ZIP	Chairman of the Board <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition Barry J. Galt 1001 Fannin, Suite 1700 Houston, Tx 77002
TITLE NAME STREET ADDRESS CITY-ST-ZIP	DP GOODPASTURE, JOHN N. 1001 FANNIN, SUITE 1700 HOUSTON TX <input type="checkbox"/> DELETE	2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VCCF TRANSIER, WILLIAM L 1001 FANNIN STE 1700 HOUSTON TX <input type="checkbox"/> DELETE	3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V COWARD, GLENN H. 1001 FANNIN, SUITE 1700 HOUSTON TX <input type="checkbox"/> DELETE	4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	S SANCHEZ, SYLVIA 1001 FANNIN, SUITE 1700 HOUSTON TX <input type="checkbox"/> DELETE	5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> DELETE	6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition

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.

CR2E034 (10/97)

**SEAGULL MAKETING SERVICES, INC.
OFFICERS & DIRECTORS**

TITLE	OFFICER	ADDRESS
Chairman of the Board	Barry J. Galt	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. Transier	1001 Fannin, Suite 1700, Houston, TX 77002
President	John N. Goodpasture	1001 Fannin, Suite 1700, Houston, TX 77002
Vice President	Glenn H. Coward	1001 Fannin, Suite 1700, Houston, TX 77002
Vice President	Charles E. Cary, Jr.	1001 Fannin, Suite 1700, Houston, TX 77002
Vice President	Thomas H. Pielech	1001 Fannin, Suite 1700, Houston, TX 77002
Vice President	Robert B. Shults	1001 Fannin, Suite 1700, Houston, TX 77002
Chief Counsel, Vice President, Environmental Affairs and Assistant Secretary	Carl B. King	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
Assistant Treasurer and Assistant Secretary	Karen S. Brady	1001 Fannin, Suite 1700, Houston, TX 77002
Assistant Vice President, Tax	Andrew J. Sheu	1001 Fannin, Suite 1700, Houston, TX 77002

DIRECTORS

Barry J. Galt	1001 Fannin, Suite 1700, Houston, TX 77002
John W. Elias	1001 Fannin, Suite 1700, Houston, TX 77002
William L. Transier	1001 Fannin, Suite 1700, Houston, TX 77002
John N. Goodpasture	1001 Fannin, Suite 1700, Houston, TX 77002