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PROFIT CORPORATION ANNUAL REPORT



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State
DIVISION OF CORPORATIONS

1997

| UMC F | PETROLEUI | # P3436' M CORPORATION | Mailing Address 1201 LOUISIANA SUITE 1400 | S T. | | | | | | | | |
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| Pursuar office o | r registered <mark>aç</mark> | gent, or both, in the Stal | te of Florida. Such chan | la Statut ge was a | es, the above authorized by | e-named cor y the corpora | rporation ation's bo | submits this state pard of directors. I | ment for the hereby acc | purpose of ept the app | changing a bintment as | registered |
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IGNATURE AND TYPED ON PRINTED HAM OF SIGNING OFFICER OR DIRECTOR

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(713)654-9110

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Apr 25 1997 8:00am

Secretary of State

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UMC PETROLEUM CORPORATION

OFFICERS

| Office | Officer | Address |
|--|----------------------|---|
| Chief Executive Officer | John B. Brock | 1201 Louisiana, Suite 1400 Houston, TX 77002 |
| President and Chief Operating Officer | James L. Dunlap | 1201 Louisiana, Suite 1400 Houston, TX 77002 |
| Executive Vice President- International | Jim E. Smitherman | 1201 Louisiana, Suite 1400 Houston, TX 77002 |
| Executive Vice President and Chief Financial Officer | Jonathan M. Clarkson | 1201 Louisiana, Suite 1400 Houston, TX 77002 |
| Senior Vice President-Gulf Coast Division Manager | Lee B. Backsen | 410 17th Street, Suite 1400 Denver, CO 80202 |
| Senior Vice President-Denver Division Manager | Gary R. McGregor | 410 17th Street, Suite 1400 Denver, CO 80202 |
| Senior Vice President, General Counsel and Assistant Secretary | John J. Patton | 1201 Louisiana, Suite 1406 Houston, TX 77002 |
| Senior Vice President- International Operations and Production | Stephen C. Rose | 1201 Louislana, Suite 1400 Houston, TX 77002 |
| Vice President and Controller | Christopher E. Cragg | 1201 Louisiana, Suite 140 Houston, TX 77002 |
| Vice President and Group Manager-Capital and Planning | Daniel P. Foley | 1201 Louisiana, Suite 1400 Houston, TX 77002 |
| Vice President-Exploration, Denver Division | Gerald R. Grocock | 410 17th Street, Suite 140 Denver, CO 80202 |
| Vice President-Operations, Gulf Coast Division | C. E. Hackstedt | 1201 Louisiana, Suite 140 Houston, TX 77002 |
| Vice President-Planning, Evaluations, and Joint Interests- International | Jack M. McFarland | 1201 Louislana, Suite 140 Houston, TX 77002 |
| Vice President-Land, Denver Division | Edward L. McLaughlin | 410 17th Street, Suite 140 Denver, CO 80202 |
| Vice President and Treasurer | Kevin D. McMillan | 1201 Louisiana, Suite 140 Houston, TX 77002 |
| Vice President-Capital Formation Group | Britann E. Miller | 1201 Louisiana, Suite 140 Houston, TX 77002 |
| Vice President-Oil and Gas Marketing | Pamela S. Newton | 1201 Louisiana, Suite 140 Houston TX 77002 |

UMC PETROLEUM CORPORATION

OFFICERS Page 2

| Office | Officer | Address | | |
|--|----------------------|---|--|--|
| Vice President-Exploration, Gulf Coast Division | Charles E. Saltzer | 1201 Louisiana, Suite 1400 Houston, TX 77002 | | |
| Vice President-Land, Gulf Coast Division | David N. Wilkes | 1201 Louisiana, Suite 1400 Houston, TX 77002 | | |
| Vice President-Operations, Denver Division | Jim L. Wolfe | 410 17th Street, Suite 1400 Denver, CO 80202 | | |
| Secretary | Marya M. Ingram | 1201 Louisiana, Suite 1400 Houston, TX 77002 | | |
| Assistant Secretary | Janet L. Kagie | 410 17th Street, Suite 1400 Denver, CO 80202 | | |
| Assistant Secretary | Kathleen A. Schlager | 410 17th Street, Suite 1400 Denver, CO 80202 | | |

UMC PETROLEUM CORPORATION

EIN 73-0939067

DIRECTORS

| Director | Address |
|----------------------|---|
| John B. Brock | 1201 Louisiana, Suite 1400 Houston, TX 77002 |
| Jonathan M. Clarkson | 1201 Louisiana, Suite 1400 Houston, TX 77002 |
| James L. Dunlap | 1201 Louisiana, Suite 1400 Houston, TX 77002 |
| Jim E. Smitherman | 1201 Louisiana, Suite 1400 Houston, TX 77002 |