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**Apr 10 1997 8:00am  
Secretary of State**

PROFIT CORPORATION ANNUAL REPORT 1997



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

DOCUMENT # **815544** (2)  
1. Corporation Name  
**EXXON PIPELINE COMPANY**



Principal Place of Business: **800 BELL STREET HOUSTON TX 77002 US**  
Mailing Address: **800 BELL STREET HOUSTON TX 77002-7426 US**

2. Principal Place of Business	2a. Mailing Address	3. Date Incorporated or Qualified <b>08/19/1961</b>	3a. Date of Last Report <b>04/09/1996</b>
21. Suite, Apt. #, etc.	26. Suite, Apt. #, etc.	4. FEI Number <b>74-1394512</b>	Applied For <input type="checkbox"/> Not Applicable
22. City & State	27. City & State	5. Certificate of Status Desired <input type="checkbox"/>	<b>\$8.75</b> Additional Fee Required
23. Zip	28. Zip	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	<b>\$5.00</b> May Be Added to Fees
24. Country	29. Country	30. Country	8. This corporation has liability for intangible tax under s. 199.032 Florida Statutes <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No

9. Name and Address of Current Registered Agent <b>CT CORPORATION SYSTEM 1200 S. PINE ISLAND ROAD PLANTATION FL 33324</b>	10. Name and Address of New Registered Agent 81 Name <b>Corporation Service Company</b> 82 Street Address (P.O. Box Number is Not Acceptable) <b>1201 Hays Street</b> 83 84 City <b>Tallahassee</b> FL 85 Zip Code <b>32301</b>
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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: *Gail Shelby* **GAIL SHELBY, AS AGENT** DATE: **4/7/97**

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE <b>PD</b>	NAME <b>RAVINOW, R.A.</b>	1.1 TITLE <b>P/D</b>	1.2 NAME <b>R. A. Rabinow</b>
STREET ADDRESS <b>800 BELL STREET</b>	CITY-ST-ZIP <b>HOUSTON TE</b>	1.3 STREET ADDRESS <b>R. A. Rabinow</b>	1.4 CITY-ST-ZIP
TITLE <b>ST</b>	NAME <b>MISIEWICZ, J. J.</b>	2.1 TITLE <b>S/T</b>	2.2 NAME <b>J. K. Gorte</b>
STREET ADDRESS <b>800 BELL STREET</b>	CITY-ST-ZIP <b>HOUSTON TE</b>	2.3 STREET ADDRESS <b>800 Bell Street, Houston, Texas 77002</b>	2.4 CITY-ST-ZIP
TITLE <b>D</b>	NAME <b>MENTZER, B. K.</b>	3.1 TITLE <b>D</b>	3.2 NAME <b>R. J. Cleveland</b>
STREET ADDRESS <b>800 BELL STREET</b>	CITY-ST-ZIP <b>HOUSTON TE</b>	3.3 STREET ADDRESS <b>800 Bell Street, Houston, Texas 77002</b>	3.4 CITY-ST-ZIP
TITLE	NAME	4.1 TITLE	4.2 NAME
STREET ADDRESS	CITY-ST-ZIP	4.3 STREET ADDRESS	4.4 CITY-ST-ZIP
TITLE	NAME	5.1 TITLE	5.2 NAME
STREET ADDRESS	CITY-ST-ZIP	5.3 STREET ADDRESS	5.4 CITY-ST-ZIP
TITLE	NAME	6.1 TITLE	6.2 NAME
STREET ADDRESS	CITY-ST-ZIP	6.3 STREET ADDRESS	6.4 CITY-ST-ZIP

14. I do 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: *J. K. Gorte* **J. K. Gorte** DATE: **13 MARCH 1997** (713) 656-4841

CR2E034 (9/96)