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Secretary of State

03-02-1999 90153 001 *1,800.00

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PROFIT CORPORATION
 ANNUAL REPORT
1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
 Secretary of State
 DIVISION OF CORPORATIONS

DOCUMENT # P09114

1. Corporation Name
AMOCA MARKETING ENVIRONMENTAL SERVICES COMPANY



Principal Place of Business
**800 JEFFERSON CITY PARKWAY
 GOLDEN CO 80401
 US**

Mailing Address
**200 EAST RANDOLPH DRIVE
 MC 2401A
 CHICAGO IL 60601-7125
 US**

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business
 21 Suite, Apt. #, etc. 22
 23 City & State
 24 Zip 25 Country 29 Zip 30 Country

3. Date Incorporated or Qualified
02/17/1986

4. FEI Number
82-0388402

5. Certificate of Status Desired **\$8.75** Additional Fee Required

6. Election Campaign Financing Trust Fund Contribution **\$5.00** May Be Added to Fees

8. This corporation owes the current year Intangible Personal Property Tax. Yes No

9. Name and Address of Current Registered Agent
**CT CORPORATION SYSTEM
 1200 S. PINE ISLAND ROAD
 PLANTATION FL 33324**

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 _____ DATE _____
 Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS

TITLE	P	<input type="checkbox"/> DELETE
NAME	THOMAS, S.B.	
STREET ADDRESS	900 CIRCLE 75 PKWY	
CITY-ST-ZIP	ATLANTA GA	
TITLE	V	<input type="checkbox"/> DELETE
NAME	JERNIGAN, J.D.	
STREET ADDRESS	200 E RANDOLPH DR PKWY	
CITY-ST-ZIP	CHICAGO IL	
TITLE	VD	<input type="checkbox"/> DELETE
NAME	WINTERS, S.R.	
STREET ADDRESS	200 E RANDOLPH DR PKWY	
CITY-ST-ZIP	CHICAGO IL 60601	
TITLE	S	<input type="checkbox"/> DELETE
NAME	RIGNEY, M.E.	
STREET ADDRESS	200 E RANDOLPH DR PKWY	
CITY-ST-ZIP	CHICAGO IL	
TITLE	AS	<input type="checkbox"/> DELETE
NAME	SIDDALL, J. L.	
STREET ADDRESS	200 E RANDOLPH DR	
CITY-ST-ZIP	CHICAGO IL	
TITLE	AS	<input type="checkbox"/> DELETE
NAME	WILSON, G M	
STREET ADDRESS	200 E RANDOLPH DR	
CITY-ST-ZIP	CHICAGO IL	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 CITY-ST-ZIP	
2.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	HALL, W. H.
2.3 STREET ADDRESS	
2.4 CITY-ST-ZIP	
3.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	KOSTECKI, R. J.
3.3 STREET ADDRESS	
3.4 CITY-ST-ZIP	
4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	
4.3 STREET ADDRESS	
4.4 CITY-ST-ZIP	
5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY-ST-ZIP	
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	
6.3 STREET ADDRESS	
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, with all other like empowered.

SIGNATURE: J. L. Siddall **J. L. SIDDALL** 1/25/99 362/856-4471
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (1/198)

149313-90153-5

AMOCO MARKETING ENVIRONMENTAL SERVICES COMPANY
(Formerly Ecova Corporation)
Officers and Directors

#P09114

TITLE	NAME	BUSINESS ADDRESS
OFFICERS		
President	Steven B. Thomas	900 Circle 75 Parkway Atlanta, Georgia 30339
Vice President	W.H. Hall	200 East Randolph Drive Chicago, Illinois 60601
Vice President	Richard J. Kostecki	200 East Randolph Drive Chicago, Illinois 60601
Secretary	Michael E. Rigney	200 East Randolph Drive Chicago, Illinois 60601
Assistant Secretary	Mary D. Brockmiller	200 East Randolph Drive Chicago, Illinois 60601
Assistant Secretary	Barbara A. Williams	900 Circle 75 Parkway Atlanta, Georgia 30339
Assistant Secretary	James L. Siddall	200 East Randolph Drive Chicago, Illinois 60601
Assistant Secretary	Gerald M. Wilson	200 East Randolph Drive Chicago, Illinois 60601
Treasurer	E. A. Kamerick	200 East Randolph Drive Chicago, Illinois 60601
Assistant Treasurer	Rosalind K. Burwell	200 East Randolph Drive Chicago, Illinois 60601
Assistant Treasurer	B.E. Miller	200 East Randolph Drive Chicago, Illinois 60601
Controller	Scott M. Morgan	519 South Boston Tulsa, Oklahoma 74103