

**FILE NOW: FILING FEE AFTER MAY 1 IS \$550.00**

**FILED**

**Apr 29 1997 8:00am  
Secretary of State**

PROFIT CORPORATION ANNUAL REPORT <b>1997</b>		FLORIDA DEPARTMENT OF STATE <b>Sandra B. Mortham</b> Secretary of State DIVISION OF CORPORATIONS
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**DOCUMENT # P13669 (7)**  
1. Corporation Name  
**AMOCO CORPORATION**



Principal Place of Business <b>200 E RANDOLPH DR CHICAGO IL 60601-7125 US</b>	Mailing Address <b>200 E RANDOLPH DR CHICAGO IL 60601-8436 US</b>
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3. Date Incorporated or Qualified <b>03/18/1987</b>	3a. Date of Last Report <b>06/24/1996</b>
4. FEI Number <b>36-1812780</b>	Applied For Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	<b>\$8.75</b> Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	<b>\$5.00</b> May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

2. Principal Place of Business	2a. Mailing Address
21. Suite, Apt. #, etc.	26. Suite, Apt. #, etc. <b>MC 2401</b>
22. City & State	27. City & State
23. Zip	28. Zip
24. Country	29. Country
25. Country	30. Country

9. Name and Address of Current Registered Agent

**THE PRENTICE-HALL CORPORATION SYSTEM INC.  
1201 HAYS STREET  
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
85. Zip Code

**FL**

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 \_\_\_\_\_  
(NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	V <input checked="" type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MITCHELL, D.R.	1.2 NAME	
STREET ADDRESS	200 E RANDOLPH DR	1.3 STREET ADDRESS	
CITY - ST - ZIP	CHICAGO IL	1.4 CITY - ST - ZIP	
TITLE	SVP <input type="checkbox"/> DELETE	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	SPINDLER, G.S.	2.2 NAME	
STREET ADDRESS	200 E RANDOLPH DR	2.3 STREET ADDRESS	
CITY - ST - ZIP	CHICAGO IL	2.4 CITY - ST - ZIP	
TITLE	VP <input type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	HUTCHINSON, W.R.	3.2 NAME	
STREET ADDRESS	200 E RANDOLPH DR	3.3 STREET ADDRESS	
CITY - ST - ZIP	CHICAGO IL	3.4 CITY - ST - ZIP	
TITLE	ACS <input type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	RAMOS, E.J.	4.2 NAME	
STREET ADDRESS	200 E RANDOLPH DR	4.3 STREET ADDRESS	
CITY - ST - ZIP	CHICAGO IL	4.4 CITY - ST - ZIP	
TITLE	CS <input checked="" type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	BRANDIN, P.A.	5.2 NAME	<b>P. J. Clayton</b>
STREET ADDRESS	200 E RANDOLPH DR	5.3 STREET ADDRESS	<b>200 EAST RANDOLPH DRIVE</b>
CITY - ST - ZIP	CHICAGO IL	5.4 CITY - ST - ZIP	<b>CHICAGO, IL 60601</b>
TITLE	T <input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	WILLIAMS, M.C.	6.2 NAME	
STREET ADDRESS	200 E RANDOLPH DR	6.3 STREET ADDRESS	
CITY - ST - ZIP	CHICAGO IL	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:** \_\_\_\_\_  
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR \_\_\_\_\_ Date \_\_\_\_\_ Daytime Phone # \_\_\_\_\_

CRE034 (9/96)

**AMOCO CORPORATION  
200 EAST RANDOLPH DRIVE  
CHICAGO, ILLINOIS 60601  
OFFICERS**

TITLE	NAME	BUSINESS ADDRESS
Chairman of the Board & CEO	H. L. Fuller	200 East Randolph Drive, Chicago, Illinois 60601
President	W. G. Lowrie	200 East Randolph Drive, Chicago, Illinois 60601
Sr. Exec. Vice President-Strategic Planning & International Business Development	J. E. Fligg	200 East Randolph Drive, Chicago, Illinois 60601
Executive Vice President & Chief Financial Officer	J. L. Carl	200 East Randolph Drive, Chicago, Illinois 60601
Executive Vice President-Chemicals Sector	E. J. Sosa	200 East Randolph Drive, Chicago, Illinois 60601
Executive Vice President-Petroleum Products Sector	W. D. Ford	200 East Randolph Drive, Chicago, Illinois 60601
Executive Vice President-Exploration & Production Sector	L. R. Flury	200 East Randolph Drive, Chicago, Illinois 60601
Sr. Vice President-Human Resources	R. W. Anderson	200 East Randolph Drive, Chicago, Illinois 60601
Sr. Vice President-Law & Corporate Affairs	G. S. Spindler	200 East Randolph Drive, Chicago, Illinois 60601
Sr. Vice President-Shared Services	D. F. Work	501 Westlake Park Blvd., Houston, TX 77079
Vice President, General Counsel & Corporate Secretary	S. F. Gates	200 East Randolph Drive, Chicago, Illinois 60601
Vice President & Controller	J. G. Boynton	200 East Randolph Drive, Chicago, Illinois 60601
Vice President-Financial Operations	W. R. Hutchinson	200 East Randolph Drive, Chicago, Illinois 60601
Vice President-Planning	R. J. Decyk	200 East Randolph Drive, Chicago, Illinois 60601
Vice President-Progress	D. E. Tornberg	200 East Randolph Drive, Chicago, Illinois 60601

October 11, 1996 (7/23/96)

TITLE	Name	BUSINESS ADDRESS
Vice President & General Tax Counsel	D. R. Mitchell	200 East Randolph Drive, Chicago, Illinois 60601
Vice President-Environment, Health & Safety	W. R. Quanstrom	200 East Randolph Drive, Chicago, Illinois 60601
Vice President-Information Technology	C. C. Williams	200 East Randolph Drive, Chicago, Illinois 60601
Vice President-Government Relations	S. A. Elbert	1615 M St. NW, Ste. 200, Washington, DC 20036
Vice President-Corporate People Strategies	J. F. Campbell	200 East Randolph Drive, Chicago, Illinois 60601
Vice President-Compensation, Benefits & Policy	C. P. Marinacci	200 East Randolph Drive, Chicago, Illinois 60601
Vice President-Executive Resources	D. F. Cone	200 East Randolph Drive, Chicago, Illinois 60601
Vice President-Human Resources Shared Services	M. P. Johnson	200 East Randolph Drive, Chicago, Illinois 60601
Vice President-Human Resources Consulting Services	C. Dubnicki	200 East Randolph Drive, Chicago, Illinois 60601
Vice President	C. Patrick Chu	501 Westlake Boulevard, Houston, Texas 77079
Treasurer	M. C. Williams	200 East Randolph Drive, Chicago, Illinois 60601
Assistant Corporate Secretary	P. J. Clayton	200 East Randolph Drive, Chicago, Illinois 60601
Assistant Corporate Secretary	E. Judie Ramos	200 East Randolph Drive, Chicago, Illinois 60601
Assistant Corporate Secretary	D. L. Gotcher	4502 East 41st Street, Tulsa, Oklahoma 74135
Assistant Corporate Secretary	R. A. Swiech	501 Westlake Park Blvd., Houston, Texas 77079
Assistant Controller	C. L. Hall	200 East Randolph Drive, Chicago, Illinois 60601

October 11, 1996 (7/23/96)

#100

**AMOCO CORPORATION  
200 EAST RANDOLPH DRIVE  
CHICAGO, ILLINOIS 60601**

**DIRECTORS**

<b>NAME</b>	<b>SOCIAL SECURITY NUMBER</b>	<b>BUSINESS ADDRESS</b>
Robert H. Malott	513-12-2635	200 East Randolph Drive, Chicago, Illinois 60601
Richard D. Wood	308-30-4238	Lilly Corporate Center, Indianapolis, Indiana 46285
Richard J. Ferris	570-42-2172	1436 Ridge Road, Northbrook, Illinois 60062
H. Laurance Fuller	319-32-4343	200 East Randolph Drive, Chicago, Illinois 60601
John H. Bryan	425-80-0815	Three First National Plaza, Chicago, Illinois 60602
Ruth S. Block	061-26-8216	75 Briar Woods Trall, Stamford, Connecticut 06903
Donald R. Beall	568-42-7976	2201 Seal Beach Blvd., Seal Beach, CA 90740
Erroll B. Davis, Jr.	176-34-1062	222 W. Washington Av., Madison, Wisconsin 53701
Martha R. Seger	386-28-7375	1195 Rolling Hills Dr., Bloomfield Hills, MI 48302
Walter E. Massey	425-64-0035	300 Lakeside Drive, Oakland, CA 94612
Michael H. Wilson	(Soc. Ins. #) 418-945-432	181 Bay Street, P. O. Box #765, Ste. 2370 Toronto, Ontario, Canada M5J 2T3
Flores A. Maljers	(None)	Bezuidenhoutseweg 74, P. O. Box 11550 2502 AN The Hague, The Netherlands
William G. Lowrie	358-62-2727	200 East Randolph Drive, Chicago, Illinois 60601
Arthur C. Martinez	125-30-0466	3333 Beverly Rd., Hoffman Estates, Illinois 60179
Theodore M. Solso	540-52-1369	500 Jackson Street, Columbus, Indiana 47201

January 23, 1997 (1/1/97)

AMOCO CORPORATIONOFFICERS

<u>OFFICE</u>		<u>DATE</u>
*Chairman of the Board and CEO	H. L. Fuller	02-27-91
*President	W. G. Lowrie	01-01-96
*Sr. Exec. Vice President- Strategic Planning and International Business Development	J. E. Fligg	10-01-95
*Executive Vice President & Chief Financial Officer	J. L. Carl	04-01-94
*Executive Vice President- Chemicals Sector	E. J. Sosa	10-01-95
*Executive Vice President- Petroleum Products Sector	W. D. Ford	06-22-93
*Executive Vice President- Exploration & Production Sector	L. R. Flury	01-01-96
*Sr. Vice President-Human Resources	R. W. Anderson	07-01-92
*Sr. Vice President-Law & Corporate Affairs	G. S. Spindler	04-01-95
*Sr. Vice President-Shared Services	D. F. Work	01-01-96
Vice President & Controller	J. G. Boynton	04-07-96
Vice President, General Counsel and Corporate Secretary	S. F. Gates	07-23-96
Vice President-Financial Operations	W. R. Hutchinson	10-01-93
Vice President-Progress	D. E. Tornberg	07-02-95
Vice President and General Tax Counsel	D. R. Mitchell	04-01-91
Vice President-Environment, Health and Safety	W. R. Quanstrom	05-01-87
Vice President-Information Technology	C. C. Williams	04-01-94
Vice President-Planning	R. J. Decyk	07-01-94
Vice President-Government Relations	S. A. Elbert	07-01-94
Vice President-Corporate People Strategies	J. F. Campbell	04-01-96
Vice President-Compensation, Benefits & Policy	C. P. Marinacci	04-01-96
Vice President-Executive Resources	D. F. Cone	04-01-96
Vice President-Human Resources Shared Services	M. P. Johnson	04-01-96
Vice President-Human Resources Consulting Services	C. Dubnicki	04-01-96
Vice President	C. Patrick Chu	07-01-96
Treasurer	M. C. Williams	10-01-93
Assistant Corporate Secretary	P. J. Clayton	01-03-93
Assistant Corporate Secretary	E. J. Ramos	05-01-88
Assistant Corporate Secretary	D. L. Gotcher	05-01-95
Assistant Corporate Secretary	R. A. Swiech	05-01-95
Assistant Controller	C. L. Hall	01-27-95

\*Member of the Strategic Planning Committee

Revised: 07-23-96

AMOCO CORPORATIONDIRECTORS

<u>DIRECTORS</u>	<u>DATE</u>
*R. H. Malott	02-22-73
*R. D. Wood	02-22-73
*R. J. Ferris	03-02-81
*H. L. Fuller	09-03-81
*J. H. Bryan	03-01-82
R. S. Block	04-22-86
D. R. Beall	01-22-91
*E. B. Davis, Jr.	04-23-91
M. R. Seger	04-23-91
W. E. Massey	06-22-93
M. H. Wilson	11-01-93
F. A. Maljers	04-26-94
*W. G. Lowrie	01-01-96
A. C. Martinez	04-23-96
T. M. Solso	01-01-97

\* Member of Executive Committee

Revised: 01-01-97

AMOCO CORPORATION

PRINCIPAL OPERATING OFFICE

200 East Randolph Drive  
Chicago, Illinois 60601

INCORPORATION:

State - Indiana  
Date - June 18, 1889  
Existence - Perpetual

NAME CHANGE:

Name changed from Standard Oil  
Company effective April 23, 1985

ANNUAL SHAREHOLDERS MEETING:

Date - Fourth Tuesday in April  
Location - As designated by the Board of  
Directors

REGISTERED AGENT IN  
STATE OF INCORPORATION:

The Prentice-Hall Corporation System,  
Inc.  
Circle Tower  
Indianapolis, Indiana 46204

QUALIFIED TO DO BUSINESS IN:  
(29 states)

Alabama, California, Colorado,  
Connecticut, Florida, Georgia,  
Illinois, Indiana, Iowa, Kansas,  
Louisiana, Maryland, Michigan,  
Minnesota, Missouri, Nebraska, New  
Jersey, New Mexico, \*New York, North  
Dakota, Ohio, Oklahoma, Pennsylvania,  
South Carolina, Texas, Utah, Virginia,  
Wisconsin, Wyoming

CAPITAL STOCK:

Common Stock

Authorized: 800,000,000 Shares Without Par Value

Issued & Outstanding: 498,153,927 Shares  
(As of 11-30-96)

Preferred Stock

Authorized: 50,000,000 Voting Preferred Shares  
Without Par Value

50,000,000 Non-Voting Preferred  
Shares Without Par Value

Issued: None