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Mar 16 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 # P13669 (7)

1. Corporation Name
AMOCO CORPORATION



Principal Place of Business 200 E RANDOLPH DR CHICAGO IL 60601-7125 US	Mailing Address 200 E RANDOLPH DR MC 2401 CHICAGO IL 60601-7125 US
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business	2a. Mailing Address
21 Suite, Apt. #, etc.	26 Suite, Apt. #, etc.
22 City & State	27 City & State
23 Zip Country	28 Zip Country
24	29

3. Date Incorporated or Qualified 03/18/1987	
4. FEI Number 36-1812780	Applied For <input type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No	

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

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	V	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	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	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	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	AS	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	CLAYTON, P.J.	5.2 NAME	
STREET ADDRESS	200 E RANDOLPH DR	5.3 STREET ADDRESS	
CITY-ST-ZIP	CHICAGO IL	5.4 CITY-ST-ZIP	
TITLE	T	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 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]* 2/10/98

CFR2034 (10/97)

**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
Vice President-Law & Corporate Affairs	G. S. Spindler	200 East Randolph Drive, Chicago, Illinois 60601
Sr. Vice President-Human Resources	J. F. Campbell	200 East Randolph Drive, Chicago, Illinois 60601
Sr. Vice President-Shared Services	D. F. Work	200 East Randolph Drive, Chicago, Illinois 60601
Vice President, General Counsel & Corporate Secretary	S. F. Gates	200 East Randolph Drive, Chicago, Illinois 60601
Vice President-Financial Operations	W. R. Hutchinson	200 East Randolph Drive, Chicago, Illinois 60601
Vice President & Treasurer	M. C. Williams	200 East Randolph Drive, Chicago, Illinois 60601
Vice President & Controller	J. G. Boynton	200 East Randolph Drive, Chicago, Illinois 60601
Vice President & General Tax Counsel	D. R. Mitchell	200 East Randolph Drive, Chicago, Illinois 60601
Vice President-Investor Relations	C. K. Koepke	200 East Randolph Drive, Chicago, Illinois 60601

January 27, 1998 (1/1/98)

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TITLE	NAME	BUSINESS ADDRESS
Vice President-Planning	R. C. Carr	200 East Randolph Drive, Chicago, Illinois 60601
Vice President-Government Relations	S. A. Elbert	1615 M St.NW, Washington, DC 20036
Vice President-Diversity & Human Resources Planning	C. A. Bullock	200 East Randolph Drive, Chicago, Illinois 60601
Vice President-Human Resources (Petroleum Products Sector)	D. F. Cone	200 East Randolph Drive, Chicago, Illinois 60601
Vice President-Human Resources (Chemical Sector)	C. Dubnicki	200 East Randolph Drive, Chicago, Illinois 60601
Vice President-Human Resources (North American E&P)	T. F. Gaye	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-Compensation, Benefits & Policies	C. P. Marinacci	200 East Randolph Drive, Chicago, Illinois 60601
Vice President-Human Resources Shared Services Operations	M. S. Wojcik	200 East Randolph Drive, Chicago, Illinois 60601
Vice President-Human Resources (E&P International)	J. D. Yates	200 East Randolph Drive, Chicago, Illinois 60601
Vice President-Environment, Health & Safety	W. R. Quanstrom	130 East Randolph Drive, Chicago, Illinois 60601
Vice President-Amoco Business Services	S. E. Schubert	15 East 5th Street, Tulsa, Oklahoma 74103
Vice President-Information Technology	M. T. Jones	200 East Randolph Drive, Chicago, Illinois 60601
Vice President-Progress	C. E. Tornberg	200 East Randolph Drive, Chicago, Illinois 60601
Assistant Corporate Secretary	P. J. Clayton	200 East Randolph Drive, Chicago, Illinois 60601
Assistant Corporate Secretary	E. J. Ramos	200 East Randolph Drive, Chicago, Illinois 60601
Assistant Corporate Secretary	D. L. Gotcher	P. O. Box #591, Tulsa, Oklahoma 74102
Assistant Corporate Secretary	R. A. Swiech	501 Westlake Park Blvd., Houston, Texas 77253
Assistant Corporate Secretary	D. A. Dowling	200 East Randolph Drive, Chicago, Illinois 60601
Assistant Controller	C. L. Hall	200 East Randolph Drive, Chicago, Illinois 60601

January 27, 1998 (1/1/98)