



STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

Matthew A. Brown, Secretary of State
Corporations Division
100 North Main Street, Providence, RI 02903-1335
401.222.3040

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2005

Filing Period: January 1 - March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. 25175		2. Name of Corporation TEXACO INC.			
3. Street Address Principal Business Office 6001 BOLLINGER CANYON RD.			City SAN RAMON,	State CA.	Zip 94583
4. Business Phone No. 925-842-1000		5. State of Incorporation DELAWARE			6. SIC Code
7. Brief Description of the Character of Business Conducted in Rhode Island HOLDING COMPANY					
8. NAMES AND ADDRESSES OF THE OFFICERS ("X" BOX FOR ATTACHMENT) ☒ FILL IN SPACES BEFORE USING ATTACHMENTS					
President Name W. C. TAYLOR		Vice President Name R. I. WILCOX			
Street Address 6001 BOLLINGER CANYON RD		Street Address 1111 BAGBY ST.			
City SAN RAMON,	State CA.	Zip 94583	City HOUSTON,	State TX.	Zip 77002
Secretary Name F. G. SOLER		Treasurer Name D. M. KRATTEBOL			
Street Address 6001 BOLLINGER CANYON RD.		Street Address 6001 BOLLINGER CANYON RD			
City SAN RAMON,	State CA.	Zip 94583	City SAN RAMON,	State CA.	Zip 94583
9. NAMES AND ADDRESSES OF THE DIRECTORS ("X" BOX FOR ATTACHMENT) ☐ FILL IN SPACES BEFORE USING ATTACHMENTS					
Director Name K. C. SCHAFER		Director Name F. G. SOLER			
Street Address 6001 BOLLINGER CANYON RD		Street Address 6001 BOLLINGER CANYON RD.			
City SAN RAMON,	State CA.	Zip 94583	City SAN RAMON,	State CA.	Zip 94583
Director Name W. C. TAYLOR		Director Name			
Street Address 6001 BOLLINGER CANYON RD		Street Address			
City SAN RAMON,	State CA.	Zip 94583	City	State	Zip
10. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT) ☐ 11. SHARES ISSUED ("X" BOX FOR ATTACHMENT) ☐					
AUTHORIZED SHARES			ISSUED SHARES		
Number of Shares	Class/Series	Par Value	Number of Shares	Class/Series	Par Value
880,000,000			1,002	COMMON	\$0.01

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



2 5 1 7 5

File Date	1-18-05
Check No.	21609140
By:	
FOR SECRETARY OF STATE USE ONLY	

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer
W. J. BRETHEL
Date
JAN 14 2005
Print or Type Name of Officer
ASST SECRETARY
Title of Officer

Texaco Inc.

74-1383447

Directors

Business Address

K. C. Schafer	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
F. G. Soler	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
W. C. Taylor	6001 Bollinger Canyon Rd, San Ramon, CA. 94583

Name

Officers

Business Address

W. C. Taylor	President	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
R. I. Wilcox	Vice-President	1111 Bagby St., Houston, TX. 77002
T. R. Thornton	Vice-President	1301 McKinney, Houston, TX. 77010
F. G. Soler	VP & Secretary	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
D. M. Krattebol	VP & Treasurer	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
J. A. Aleveras	Comptroller	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
S. P. Almy	Asst. Secretary	2613 Camino Ramon, San Ramon, CA. 94583
O. F. Baldwin II	Asst. Secretary	11111 S. Wilcrest, Houston, TX 77099
S. A. Berg	Asst. Secretary	2613 Camino Ramon, San Ramon, CA. 94583
W. J. Brechtel	Asst. Secretary	2613 Camino Ramon, San Ramon, CA 94583
V. L. Byers III	Asst. Secretary	9525 Camino Media, Bakersfield, CA 93311
G. Eberhard	Asst. Secretary	6101 Bollinger Canyon Rd, San Ramon, Ca. 94583
J. J. Ely	Asst. Secretary	2613 Camino Ramon, San Ramon, Ca. 94583
J. S. Lastrapes	Asst. Secretary	1301 McKinney, Houston, TX 77010
D. Means	Asst. Secretary	3100 S. Harbor Blvd., Ste. 3, Santa Ana, CA 92704
K. C. Schafer	Asst. Secretary	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
W. K. Turner	Asst. Secretary	2613 Camino Ramon, San Ramon, CA. 94583
A. H. Uzzell	Asst. Secretary	1301 McKinney, Houston, TX 77010
R. R. Veiga	Asst. Secretary	2333 Ponce De Leon Blvd., Coral Gables, FL. 33134
H. Xun	Asst. Secretary	6001 Bollinger Canyon Rd., San Ramon, CA. 94583
C. S. Ziemba	Asst. Secretary	6001 Bollinger Canyon Rd., San Ramon, Ca. 94583
R. C. Gordan	Asst. Treasurer	6001 Bollinger Canyon Rd., San Ramon, CA. 94583
R. E. Lee	Asst. Treasurer	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
J. D. Lyness	Asst. Treasurer	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
H. B. Sheppard	Asst. Treasurer	6001 Bollinger Canyon Rd, San Ramon, CA. 94583



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State

Matthew A. Brown, Secretary of State

Corporations Division
100 North Main Street
Providence, RI 02903-1335
401.222.3040

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2004

Filing Period: January 1 - March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED OR PRINTED IN BLACK)

1. Corporate ID No. 25175		2. Name of Corporation Texaco Inc.					
3. Street Address Principal Business Office 6001 BOLLINGER CANYON RD.			City SAN RAMON,	State CA.	Zip 94583		
4. Business Phone No. 925-842-1000		5. State of Incorporation DELAWARE			6. SIC Code 0		
7. Brief Description of the Character of Business Conducted in Rhode Island HOLDING COMPANY							
8. NAMES AND ADDRESSES OF THE OFFICERS: ("X" BOX FOR ATTACHMENT) ☒ FILL IN SPACES BEFORE USING ATTACHMENTS							
President Name J. E. BETHANCOURT			Vice President Name R. I. WILCOX				
Street Address 6001 BOLLINGER CANYON RD.			Street Address 1111 BAGBY ST.				
City SAN RAMON,	State CA.	Zip 94583	City HOUSTON,	State TX	Zip 77002		
Secretary Name L. I. BEEBE			Treasurer Name D. M. KRATTEBOL				
Street Address 6001 BOLLINGER CANYON RD.			Street Address 6001 BOLLINGER CANYON RD.				
City SAN RAMON,	State CA.	Zip 94583	City SAN RAMON,	State CA.	Zip 94583		
9. NAMES AND ADDRESSES OF THE DIRECTORS: ("X" BOX FOR ATTACHMENT) ☒ FILL IN SPACES BEFORE USING ATTACHMENTS							
Director Name K. C. SCHAFER			Director Name W. C. TAYLOR				
Street Address 6001 BOLLINGER CANYON RD.			Street Address 6001 BOLLINGER CANYON RD.				
City SAN RAMON,	State CA.	Zip 94583	City SAN RAMON,	State CA.	Zip 94583		
Director Name F. G. SOLER			Director Name				
Street Address 6001 BOLLINGER CANYON RD.			Street Address				
City SAN RAMON,	State CA.	Zip 94583	City	State	Zip		
10. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT) ☐ AUTHORIZED SHARES			11. SHARES ISSUED ("X" BOX FOR ATTACHMENT) ☐ ISSUED SHARES				
Number of Shares		Class/Series	Par Value	Number of Shares		Class/Series	Par Value
880,000,000				1,002		COMMON	\$0.01

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 2 5 1 7 5 *

File Date 1.30.04
Check No. 21558603
By: UP

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer

JAN 26 2004

Date

W. J. BRECHTEL
Print or Type Name of Officer

ASST SECRETARY

Title of Officer

Texaco Inc.

74-1383447

Directors

Business Address

K. C. Schafer	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
F. G. Soler	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
W. C. Taylor	6001 Bollinger Canyon Rd, San Ramon, CA. 94583

Name

Officers

Business Address

J. E. Bethancourt	President	6001 Bollinger Canyon Rd., San Ramon, CA. 94583
R. I. Wilcox	Vice-President	1111 Bagby St., Houston, TX. 77002
T. R. Thornton	Vice-President	1301 McKinney, Houston, TX. 77010
L. I. Beebe	VP & Secretary	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
D. M. Krattbol	VP & Treasurer	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
J. A. Aleveras	Comptroller	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
O. F. Baldwin II	Asst. Secretary	11111 S. Wilcrest, Houston, TX 77099
S. A. Berg	Asst. Secretary	2613 Camino Ramon, San Ramon, CA. 94583
W. J. Brechtel	Asst. Secretary	2613 Camino Ramon, San Ramon, CA 94583
G. Eberhard	Asst. Secretary	6001 Bollinger Canyon Rd, San Ramon, Ca. 94583
J. J. Ely	Asst. Secretary	2613 Camino Ramon, San Ramon, Ca. 94583
J. H. Jones, Jr.	Asst. Secretary	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
J. S. Lastrapes	Asst. Secretary	1301 McKinney, Houston, TX 77010
D. Means	Asst. Secretary	3100 S. Harbor Blvd., Ste. 3, Santa Ana, CA 92704
R. J. Pearson	Asst. Secretary	2811 Hayes Road, Houston, TX. 77082
K. C. Schafer	Asst. Secretary	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
F. G. Soler	Asst. Secretary	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
P. L. Tai	Asst. Secretary	6001 Bollinger Canyon Rd., San Ramon, CA. 94583
W. C. Taylor	Asst. Secretary	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
G. Tsuchiya	Asst. Secretary	2613 Camino Ramon, San Ramon, CA. 94583
W. K. Turner	Asst. Secretary	2613 Camino Ramon, San Ramon, CA. 94583
A. H. Uzzell	Asst. Secretary	1301 McKinney, Houston, TX 77010
R. R. Veiga	Asst. Secretary	2333 Ponce De Leon Blvd., Coral Gables, FL. 33134
C. S. Ziemba	Asst. Secretary	1111 Bagby Street, Houston, TX 77020
M. G. Winston	Asst. Secretary	6001 Bollinger Canyon Rd., San Ramon, CA. 94583
H. Xun	Asst. Secretary	6001 Bollinger Canyon Rd., San Ramon, CA. 94583
R. C. Gordan	Asst. Treasurer	6001 Bollinger Canyon Rd., San Ramon, CA. 94583
R. E. Lee	Asst. Treasurer	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
J. D. Lyness	Asst. Treasurer	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
H. B. Sheppard	Asst. Treasurer	6001 Bollinger Canyon Rd, San Ramon, CA. 94583



STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

Edward S. Inman, III, Secretary of State
Corporations Division
100 North Main Street, Providence, RI 02903-1335
401-222-3040



PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2003

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED OR PRINTED IN BLACK)

1. Corporate ID No. 2. Name of Corporation

25175 Texaco Inc.

3. Street Address Principal Business Office

6001 BOLLINGER CANYON RD.

City

SAN RAMON,

State

CA.

Zip

94583

4. Business Phone No.

925-842-1000

5. State of Incorporation

DELAWARE

6. SIC Code

0

7. Brief Description of the Character of Business Conducted in Rhode Island

HOLDING COMPANY.

8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS

President Name

J. E. BETHANCOURT

Vice President Name

D. C. REEVES

Street Address

6001 BOLLINGER CANYON RD.

Street Address

6001 BOLLINGER CANYON RD.

City State Zip
SAN RAMON, CA. 94583

City State Zip
SAN RAMON, CA. 94583

Secretary Name

L. I. BEEBE

Treasurer Name

D. M. KRATTEBOL

Street Address

6001 BOLLINGER CANYON RD.

Street Address

6001 BOLLINGER CANYON RD.

City State Zip
SAN RAMON, CA. 94583

City State Zip
SAN RAMON, CA. 94583

9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS

Director Name

J. E. BETHANCOURT

Director Name

R. I. WILCOX

Street Address

6001 BOLLINGER CANYON RD.

Street Address

1111 BAGBY ST.

City State Zip
SAN RAMON, CA. 94583

City State Zip
HOUSTON, TX. 77002

Director Name

D. C. REEVES

Director Name

Street Address

Street Address

6001 BOLLINGER CANYON RD.

City State Zip
SAN RAMON, CA. 94583

City State Zip

10. SHARES AUTHORIZED (*X* BOX FOR ATTACHMENT)

AUTHORIZED SHARES

Number of Shares Class/Series Par Value

880,000,000

11. SHARES ISSUED (*X* BOX FOR ATTACHMENT)

ISSUED SHARES

Number of Shares Class/Series Par Value
1,002 COMMON \$0.01

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 2 5 1 7 5 *

File Date: 2/3/03

Check No.: 0021498650

By: [Signature]

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

[Signature] JAN 30 2003
Signature of Officer Date

W. J. BRECHTEL

Print or Type Name of Officer

ASST. SECRETARY

Title of Officer

Texaco Inc.

74-1383447

Directors

Business Address

J. E. Bethancourt	6001 Bollinger Canyon Rd., San Ramon, CA. 94583
D. C. Reeves	6001 Bollinger Canyon Rd, San Ramon, CA 94583
R. I. Wilcox	1111 Bagby St., Houston, TX. 77002

Name

Officers

Business Address

J. E. Bethancourt	President	6001 Bollinger Canyon Rd., San Ramon, CA. 94583
D. C. Reeves	Vice-President	6001 Bollinger Canyon Rd, San Ramon, CA 94583
T. R. Thornton	Vice-President	1301 McKinney, Houston, TX. 77010
R. I. Wilcox	Vice-President	1111 Bagby St., Houston, TX. 77002
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J. H. Jones, Jr.	Asst. Secretary	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
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D. Means	Asst. Secretary	3100 S. Harbor Blvd., Ste. 3, Santa Ana, CA 92704
R. J. Pearson	Asst. Secretary	2811 Hayes Road, Houston, TX. 77082
K. C. Schafer	Asst. Secretary	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
F. G. Soler	Asst. Secretary	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
P. L. Tai	Asst. Secretary	6001 Bollinger Canyon Rd., San Ramon, CA. 94583
W. C. Taylor	Asst. Secretary	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
G. Tsuchiya	Asst. Secretary	2613 Camino Ramon, San Ramon, CA. 94583
W. K. Turner	Asst. Secretary	2613 Camino Ramon, San Ramon, CA. 94583
A. H. Uzzell	Asst. Secretary	1301 McKinney, Houston, TX 77010
R. R. Veiga	Asst. Secretary	2333 Ponce De Leon Blvd., Coral Gables, FL. 33134
C. S. Ziemba	Asst. Secretary	1111 Bagby Street, Houston, TX 77020
R. C. Gordan	Asst. Treasurer	6001 Bollinger Canyon Rd., San Ramon, CA. 94583
R. E. Lee	Asst. Treasurer	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
J. D. Lyness	Asst. Treasurer	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
H. B. Sheppard	Asst. Treasurer	6001 Bollinger Canyon Rd, San Ramon, CA. 94583



STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

Edward S. Inman, III, Secretary of State
Corporations Division
100 North Main Street, Providence, RI 02903-1335
401-222-3040



PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2002

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. 2. Name of Corporation

25175

Texaco Inc.

3. Street Address Principal Business Office

2000 Westchester Ave.

4. Business Phone No.

(713) 752-6215

5. State of Incorporation

DELAWARE

City White Plains State NY

Zip 10650

6. SIC Code

0

7. Brief Description of the Character of Business Conducted in Rhode Island

Holding Company

8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT)

FILL IN SPACES BEFORE USING ATTACHMENTS

President Name

J.E. Bethancourt

Street Address

6001 Bollinger Canyon Rd.

San Ramon CA

Zip 94585

Secretary Name

L.I. Beebe

Street Address

575 Market Street

San Francisco CA

Zip 94105

Vice President Name

R.I. Wilcox

Street Address

1301 McKinney Street

Houston TX

State

Zip

77001

Treasurer Name

D.M. Krattebol

Street Address

575 Market Street

San Francisco CA

State

Zip

94105

9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT)

FILL IN SPACES BEFORE USING ATTACHMENTS

Director Name

D.C. Reeves

Street Address

6001 Bollinger Canyon Road

San Ramon CA

Zip 94583

Director Name

Street Address

City

State

Zip

Director Name

Street Address

City

State

Zip

10. SHARES AUTHORIZED (*X* BOX FOR ATTACHMENT)

AUTHORIZED SHARES

Number of Shares

Class/Series

Par Value

880,000,000

11. SHARES ISSUED (*X* BOX FOR ATTACHMENT)

ISSUED SHARES

Number of Shares

Class/Series

Par Value

1,000

COMMON

\$0.01

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 2 5 1 7 5 *

File Date: 4-4-02

Check No: 21002518

By: [Signature]

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer Charles S. Ziembra Date 2/14/02

Print or Type Name of Officer Charles S. Ziembra

Title of Officer Assistant Secretary



STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

Corporations Division
100 North Main Street, Providence, RI 02903-1335
401-222-3040



PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2001

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. **25175** 2. Name of Corporation **Texaco Inc.**

3. Street Address Principal Business Office
2000 Westchester Ave.

4. Business Phone No.
(713) 752-6033

5. State of Incorporation
DELAWARE

City **White Plains** State **NY**

Zip **10650**
6. SIC Code

7. Brief Description of the Character of Business Conducted in Rhode Island

Holding Company

8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS

President Name **CHITR MAN + CEO**

G.F. Tilton

Street Address
2000 Westchester Ave.

City **White Plains** State **NY** Zip **10650**

Secretary Name
M.H. Rudy

Street Address
2000 Westchester Ave.

City **White Plains** State **NY** Zip **10650**

Vice President Name

J.E. Bethancourt

Street Address
2000 Westchester Ave.

City **White Plains** State **NY** Zip **10650**

Treasurer Name
I.D. Hall

Street Address
2000 Westchester Ave.

City **White Plains** State **NY** Zip **10650**

9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS

Director Name
M.K. Bush

Street Address
4201 Cathedral Ave. N.W.

City **Washington** State **DC** Zip **20014**

Director Name
S. Nunn

Street Address
191 Peachtree Street

City **Atlanta** State **GA** Zip **30303**

Director Name

F.G. Jennifer

Street Address
2601 North Floyd R.

City **Richardson** State **Texas** Zip **75080**

Director Name

Street Address

City

State

Zip

10. SHARES AUTHORIZED (*X* BOX FOR ATTACHMENT)

AUTHORIZED SHARES

Number of Shares

Class/Series

Par Value

550,137,100 Common \$3.125

11. SHARES ISSUED (*X* BOX FOR ATTACHMENT)

ISSUED SHARES

Number of Shares

Class/Series

Par Value

567,576,504 Common \$3.125

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee.



* 2 5 1 7 5 *

File Date: **3-26-01**

Check No.: **5182448**

By: **[Signature]**

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer **[Signature]** Date **03/13/01**

W.L. Soule

Print or Type Name of Officer

Assistant Secretary

Title of Officer

26



STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

James R. Langevin, Secretary of State
Corporations Division
100 North Main Street, Providence, RI 02903-1335
401-222-3040



PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2000

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. **25175** 2. Name of Corporation **Texaco Inc.**

3. Street Address Principal Business Office

2000 Westchester Ave.

4. Business Phone No.

(913) 752-6219

5. State of Incorporation
DELAWARE

City **White Plains** State **NY**

Zip **10650**

6. SIC Code

7. Brief Description of the Character of Business Conducted in Rhode Island

Holding Company

8. NAMES AND ADDRESSES OF THE OFFICERS ("X" BOX FOR ATTACHMENT)

FILL IN SPACES BEFORE USING ATTACHMENTS

President Name

P. E. Bijur

Street Address

2000 Westchester Ave.

City **White Plains** State **NY** Zip **10650**

Secretary Name

R. M. Anderson

Street Address

2000 Westchester Ave.

City **White Plains** State **NY** Zip **10650**

Vice President Name

C. P. Caralot, Jr.

Street Address

2000 Westchester Ave.

City **White Plains** State **NY** Zip **10650**

Treasurer Name

J. F. Link

Street Address

2000 Westchester Ave.

City **White Plains** State **NY** Zip **10650**

9. NAMES AND ADDRESSES OF THE DIRECTORS ("X" BOX FOR ATTACHMENT)

FILL IN SPACES BEFORE USING ATTACHMENTS

Director Name

M. K. Bush

Street Address

4201 Cathedral Ave. N.W.

City **Washington** State **DC** Zip **20016**

Director Name

S. Mann

Street Address

191 Peachtree Street

City **Atlanta** State **GA** Zip **30303**

Director Name

F. G. Jenifer

Street Address

2601 N. Floyd R.

City **Richardson** State **Texas** Zip **75080**

Director Name

Street Address

City

State

Zip

10. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT)

AUTHORIZED SHARES

Number of Shares

850,000,000

30,000,000

20,000,000

Class/Series

Common

Preferred

Par Value

3.125

1.000

11. SHARES ISSUED ("X" BOX FOR ATTACHMENT)

ISSUED SHARES

Number of Shares

700,000,000

30,000,000

Class/Series

Common

Preferred

Par Value

3.125

1.000

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 2 5 1 7 5 *

File Date: **2/28/00**

Check No.: **80117176**

By: **RD**

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Adel Hammour **2/25/2000**
Signature of Officer Date

Adel Hammour
Print or Type Name of Officer

Assistant Secretary
Title of Officer



STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

James R. Langevin, Secretary of State
Corporations Division
100 North Main Street, Providence, RI 02903-1335
401-222-3040



PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 1999

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. 25175		2. Name of Corporation Texaco Inc.	
3. Street Address Principal Business Office 2000 Westchester Ave.		City White Plains	State NY
4. Business Phone No. (913) 752-6814		5. State of Incorporation DELAWARE	6. SIC Code 0000
7. Brief Description of the Character of Business Conducted in Rhode Island Holding Company			
8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT) ☐ FILL IN SPACES BEFORE USING ATTACHMENTS			
President Name P. I. Bijur		Vice President Name C. P. Caralat, Jr.	
Street Address 2000 Westchester Ave.		Street Address 2000 Westchester Ave.	
City White Plains	State NY	City White Plains	State NY
Zip 10650		Zip 10650	
Secretary Name K. M. Anderson		Treasurer Name J. F. Link	
Street Address 2000 Westchester Ave.		Street Address 2000 Westchester Ave.	
City White Plains	State NY	City White Plains	State NY
Zip 10650		Zip 10650	
9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT) ☐ FILL IN SPACES BEFORE USING ATTACHMENTS			
Director Name P. I. Bijur		Director Name William Whigley	
Street Address 2000 Westchester Ave.		Street Address 410 North Michigan Ave.	
City White Plains	State NY	City Chicago	State IL
Zip 10650		Zip 60611	
Director Name Mary K. Bush		Director Name 	
Street Address 4201 Cathedral Ave., N.W.		Street Address 	
City Washington	State DC	City 	State
Zip 20016-4916		Zip 	
10. SHARES AUTHORIZED (*X* BOX FOR ATTACHMENT) ☐		11. SHARES ISSUED (*X* BOX FOR ATTACHMENT) ☐	
AUTHORIZED SHARES		ISSUED SHARES	
Number of Shares	Class/Series	Number of Shares	Class/Series
30 Million	Preferred	1,000	Preferred/SHS
		643,000	Preferred/B
		50,000	Preferred/F
700 Million	Common	567,606,000	Common
Par Value		Par Value	
\$1.00		\$1.00	
\$3.125		\$1.00	
		\$3.125	

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 2 5 1 7 5 *

File Date: **4-19-99**

Check No.: **80108526**

By: **AMF**

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer: **Adel Hammour** Date: **3/1/99**

Print or Type Name of Officer: **Adel Hammour**
Title of Officer: **Assistant Secretary**

TEXACO INC.
1111 Bagby St., Houston, TX 77002-0200

DIRECTORS:

Peter I. Bijur	2000 Westchester Ave., White Plains, NY 10650
John Brademas	NY University, 70 Washington Sq. So, El mer Holmes Bobst Library, New York, NY 10012
Mary K. Bush	4201 Cathedral Ave NW, Washington DC 20016-4916
Willard C. Butcher	The Chase Manhattan Bank, N.A., One Chase Manhattan Plaza, New York, NY 10081
Edmund M. Carpenter	Gen. Signal Corporation
Michael C. Hawley	Gillette Company, Prudential Towers Bldg., Boston, MA 02199
Franklyn G. Jenifer	University of TX - Dallas, Room 2.418 2601 N. Floyd R., Richardson, TX 75080
A. Charles Baillie	55 King Street West, Toronto Dominion Bank Tower, Toronto, Ontario M5K 1A2
Sam Nunn	191 Peachtree Street, Atlanta, GA 30303
Charles E. Shoemate	700 Sylvan Avenue, Anglewood Cliffs, NJ 07632
Charles H. Price, II	Price Investments Inc., One W. Armour Blvd., Ste. 300, Kansas City, MO 64111
Robin B. Smith	Publishers Clearing House, 382 Channel Drive, Port Washington, NY 11050
William C. Steere Jr.	Pfizer, Inc., 235 E. 42nd St., New York, NY 10017
Thomas A. Vanderslice	GTE Corporation, One Stamford Forum, Stamford, Connecticut 06904
William Wrigley	410 N. Michigan Ave., Chicago, Illinois 60611

OFFICERS:

Peter I. Bijur	Ch. of Board of Directors and CEO	2000 Westchester Ave., White Plains, NY 10650
C. Robert Black	Senior Vice President	2000 Westchester Ave., White Plains, NY 10650
Patrick J. Lynch	Senior Vice President and CFO	2000 Westchester Ave., White Plains, NY 10650
John J. O'Connor	Senior Vice President	2000 Westchester Ave., White Plains, NY 10650
Glenn F. Tilton	Senior Vice President	2000 Westchester Ave., White Plains, NY 10650
Stephen M. Turner	Senior Vice President and Gen. Counsel	2000 Westchester Ave., White Plains, NY 10650
William M. Wicker	Senior Vice President	2000 Westchester Ave., White Plains, NY 10650
Clarence P. Cazalot, Jr.	Vice President	2000 Westchester Ave., White Plains, NY 10650
Eugene Celentano	Vice President	2000 Westchester Ave., White Plains, NY 10650
David C. Crikelair	Vice President	2000 Westchester Ave., White Plains, NY 10650
Elizabeth P. Smith	Vice President	2000 Westchester Ave., White Plains, NY 10650
Robert A. Solberg	Vice President	1111 Bagby St., Houston, TX 77002-0200

TEXACO INC.
1111 Bagby St., Houston, TX 77002-0200

Page 2

C. S. Farley	Vice President	1111 Bagby St., Houston, TX 77002-0200
J. R. Metzger	Vice President	2000 Westchester Ave., White Plains, NY 10650
J. L. Stoner	Vice President	2000 Westchester Ave., White Plains, NY 10650
James F. Link	Treasurer	2000 Westchester Ave., White Plains, NY 10650
Robert C. Oelkers	Vice President/ Comptroller	2000 Westchester Ave., White Plains, NY 10650
Michael N. Ambler	Gen. Tax Counsel	2000 Westchester Ave., White Plains, NY 10650
Kjestine M. Anderson	Secretary	2000 Westchester Ave., White Plains, NY 10650
Joy K. Burnett	Asst. Secretary	4601 DTC Blvd., Denver, CO 80237
Lowell N. Elsen	Asst. Secretary	10 Universal City Pl., Universal City, CA 91608
Tony O. Hemming	Asst. Secretary	10 Universal City Pl., Universal City, CA 91608
George M. Holston	Asst. Secretary	2000 Westchester Ave., White Plains, NY 10650
Nancy M. Kesner	Asst. Secretary	2000 Westchester Ave., White Plains, NY 10650
Paul R. Lovejoy	Asst. Secretary	2000 Westchester Ave., White Plains, NY 10650
Robert E. Koch	Asst. Secretary	2000 Westchester Ave., White Plains, NY 10650
Greg C. Morby	Asst. Secretary	1111 Bagby Street, Houston, TX 77002-0200
Bridget M. Moore	Asst. Secretary	2000 Westchester Ave., White Plains, NY 10650
Adel J. Nammour*	Asst. Secretary	1111 Bagby St., Houston, TX 77002-0200
Diane J. Queen	Asst. Secretary	2000 Westchester Ave., White Plains, NY 10650
William L. Soula	Asst. Secretary	1111 Bagby St., Houston, TX 77002-0200
Beverly C. Walton	Asst. Secretary	1111 Bagby St., Houston, TX 77002-0200
D. T. Webb, Jr.	Asst. Secretary	400 Poydras St., New Orleans, LA 70130
Stephen Pennacchio	Asst. Secretary	2000 Westchester Ave., White Plains, NY 10650
Kim R. Upchurch	Asst. Secretary	2255 North Ontario St., Burbank, CA 91505
Daniel S. Herbert	Asst. Treasurer	1111 Bagby St., Houston, TX 77002-0200
Brian R. Ashley	Asst. Treasurer	1111 Bagby St., Houston, TX 77002-0200
Robert C. Gordan	Asst. Treasurer	2000 Westchester Ave., White Plains, NY 10650
Shelby Faber	Asst. Treasurer	2000 Westchester Ave., White Plains, NY 10650
Peter M. Wissel	Asst. Treasurer	2000 Westchester Ave., White Plains, NY 10650
George J. Batavick	Asst. Comptroller	2000 Westchester Ave., White Plains, NY 10650
Thomas P. Dougherty	Asst. Comptroller	1111 Bagby St., Houston, TX 77002-0200
John A. Gatens	Asst. Comptroller	2000 Westchester Ave., White Plains, NY 10650
Steve W. Short	Asst. Comptroller	1111 Bagby St., Houston, TX 77002-0200
Leroy E. Bookal	Asst. Comptroller	2000 Westchester Ave., White Plains, NY 10650
* Limited Powers		

Extra 12/9/98
Updated 12/15/98



STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

James R. Langevin, Secretary of State
Corporations Division
100 North Main Street, Providence, RI 02903-1335
401-277-3040



PROFIT CORPORATION ANNUAL REPORT 1998

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No.

2. Name of Corporation

25175

Texaco Inc.

3. Street Address Principal Business Office

2000 Westchester Ave.

City

White Plains

State

NY

Zip

10650

4. Business Phone No.

(613) 752-6814

5. State of Incorporation

Delaware

6. SIC Code

8888

7. Brief Description of the Character of Business Conducted in Rhode Island

Home Protection - Holding Company

8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT)

President Name

P. I. Bijur

Street Address

2000 Westchester Ave.

City

White Plains

State

NY

Zip

10650

Secretary Name

C. B. Davidson

Street Address

2000 Westchester Ave.

City

White Plains

State

NY

Zip

10650

Vice President Name

C. P. Czalet, Jr.

Street Address

2000 Westchester Ave.

City

White Plains

State

NY

Zip

10650

Treasurer Name

J. F. Link

Street Address

2000 Westchester Ave.

City

White Plains

State

NY

Zip

10650

9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT)

Director Name

P. I. Bijur

Street Address

2000 Westchester Ave.

City

White Plains

State

NY

Zip

10650

Director Name

William Wrigley

Street Address

410 North Michigan Ave.

City

Chicago

State

IL

Director Name

Mary K. Bush

Street Address

4201 Cathedral Ave. N.W.

City

Washington

State

D.C.

Zip

20016-4916

10. SHARES AUTHORIZED AND ISSUED (*X* BOX FOR ATTACHMENT)

AUTHORIZED SHARES

Number of Shares

30 Million

Class/Series

Preferred

Par Value

\$1.00

700 Million

Common

\$3.125

ISSUED SHARES

Number of Shares

1,000

643,000

56,000

567,600,000

Class/Series

Preferred GHIJ

Preferred B

Preferred F

Common

Par Value

\$1.00

\$1.00

\$1.00

\$3.125

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee

File Date:

6-26-98

Check No.:

800888005

By:

ICP

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Fredric J. Attermeier

Date

JUN 25 1998

FREDRIC J. ATTERMEIER

ASSISTANT SECRETARY

TEXACO INC.
1111 Bagby St., Houston, TX 77002-0200

DIRECTORS:

Peter I. Bijur	2000 Westchester Ave., White Plains, NY 10650
John Brademas	NY University, 70 Washington Sq. So, El mer Holmes Bobst Library, New York, NY 10012
Mary K. Bush	4201 Cathedral Ave NW, Washington DC 20016-4916
Willard C. Butcher	The Chase Manhattan Bank, N.A., One Chase Manhattan Plaza, New York, NY 10081
Edmund M. Carpenter	Gen. Signal Corporation
Michael C. Hawley	Gillette Company, Prudential Towers Bldg., Boston, MA 02199
Franklyn G. Jenifer	University of TX - Dallas, Room 2.418 2601 N. Floyd R., Richardson, TX 75080
Thomas S. Murphy	Capital Cities Communications Inc., 24 E. 51st St., New York, NY 10022
Charles H. Price, II	Price Investments Inc., One W. Armour Blvd., Ste. 300, Kansas City, MO 64111
Robin B. Smith	Publishers Clearing House, 382 Channel Drive, Port Washington, NY 11050
William C. Steere Jr.	Pfizer, Inc., 235 E. 42nd St., New York, NY 10017
Thomas A. Vanderslice	GTE Corporation, One Stamford Forum, Stamford, Connecticut 06904
William Wrigley	410 N. Michigan Ave., Chicago, Illinois 60611

OFFICERS:

Peter I. Bijur	Ch. of Board of Directors and CEO	2000 Westchester Ave., White Plains, NY 10650
C. Robert Black	Senior Vice President	2000 Westchester Ave., White Plains, NY 10650
Patrick J. Lynch	Senior Vice President and CFO	2000 Westchester Ave., White Plains, NY 10650
William K. Tell, Jr.	Senior Vice President	2000 Westchester Ave., White Plains, NY 10650
Glenn F. Tilton	Senior Vice President	2000 Westchester Ave., White Plains, NY 10650
Stephen M. Turner	Senior Vice President and Gen. Counsel	2000 Westchester Ave., White Plains, NY 10650
William M. Wicker	Senior Vice President	2000 Westchester Ave., White Plains, NY 10650
Richard F. Brenner	Vice President	2000 Westchester Ave., White Plains, NY 10650
Clarence P. Cazalot, Jr.	Vice President	2000 Westchester Ave., White Plains, NY 10650
Eugene Celentano	Vice President	2000 Westchester Ave., White Plains, NY 10650
David C. Crikelair	Vice President	2000 Westchester Ave., White Plains, NY 10650
Carl B. Davidson	Vice President and Secretary	2000 Westchester Ave., White Plains, NY 10650
Elizabeth P. Smith	Vice President	2000 Westchester Ave., White Plains, NY 10650
Robert A. Solberg	Vice President	1111 Bagby St., Houston, TX 77002-0200

TEXACO INC.
1111 Bagby St., Houston, TX 77002-0200
Page 2

C. S. Farley	Vice President	1111 Bagby St., Houston, TX 77002-0200
J. R. Metzger	Vice President	2000 Westchester Ave., White Plains, NY 10650
J. L. Stoner	Vice President	2000 Westchester Ave., White Plains, NY 10650
James F. Link	Treasurer	2000 Westchester Ave., White Plains, NY 10650
Robert C. Oelkers	Vice President/ Comptroller	2000 Westchester Ave., White Plains, NY 10650
Michael N. Ambler	Gen. Tax Counsel	2000 Westchester Ave., White Plains, NY 10650
Kjestine M. Anderson	Deputy Secretary	2000 Westchester Ave., White Plains, NY 10650
Fredric J. Attermeier*	Asst. Secretary	1111 Bagby St., Houston, TX 77002-0200
Joy K. Burnett	Asst. Secretary	4601 DTC Blvd., Denver, CO 80237
Lowell N. Elsen	Asst. Secretary	10 Universal City Pl., Universal City, CA 91608
Tony O. Hemming	Asst. Secretary	10 Universal City Pl., Universal City, CA 91608
George M. Holston	Asst. Secretary	2000 Westchester Ave., White Plains, NY 10650
Nancy M. Kesner	Asst. Secretary	2000 Westchester Ave., White Plains, NY 10650
Paul R. Lovejoy	Asst. Secretary	2000 Westchester Ave., White Plains, NY 10650
Robert E. Koch	Asst. Secretary	2000 Westchester Ave., White Plains, NY 10650
Stephen M. Mazoff	Asst. Secretary	4601 DTC Blvd., Denver, CO 80237
Bridget M. Moore	Asst. Secretary	2000 Westchester Ave., White Plains, NY 10650
Adel J. Nammour*	Asst. Secretary	1111 Bagby St., Houston, TX 77002-0200
Diane J. Queen	Asst. Secretary	2000 Westchester Ave., White Plains, NY 10650
William L. Soula	Asst. Secretary	1111 Bagby St., Houston, TX 77002-0200
Beverly C. Walton	Asst. Secretary	1111 Bagby St., Houston, TX 77002-0200
D. T. Webb, Jr.	Asst. Secretary	400 Poydras St., New Orleans, LA 70130
H. Douglas Williams	Asst. Secretary	10 Universal City Pl., Universal City, CA 91608
Brian R. Ashley	Asst. Treasurer	1111 Bagby St., Houston, TX 77002-0200
Steve A. Carlson	Asst. Treasurer	2000 Westchester Ave., White Plains, NY 10650
Shelby Faber	Asst. Treasurer	2000 Westchester Ave., White Plains, NY 10650
Peter M. Wissel	Asst. Treasurer	2000 Westchester Ave., White Plains, NY 10650
George J. Batavick	Asst. Comptroller	2000 Westchester Ave., White Plains, NY 10650
Thomas P. Dougherty	Asst. Comptroller	1111 Bagby St., Houston, TX 77002-0200
John A. Gatens	Asst. Comptroller	2000 Westchester Ave., White Plains, NY 10650
Steve W. Short	Asst. Comptroller	1111 Bagby St., Houston, TX 77002-0200

* Limited Powers

Extra 12/9/97

Updated 07/09/98



STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

James R. Langevin, Secretary of State
Corporations Division
100 North Main Street, Providence, RI 02903-1335
401-277-3040



PROFIT CORPORATION ANNUAL REPORT 1997

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. 25175 2. Name of Corporation Texaco Inc.

3. Street Address Principal Business Office 2000 Westchester Ave. City White Plains State NY Zip 10650
4. Business Phone No. (713)752-6235 5. State of Incorporation DELAWARE 6. SIC Code 8888

7. Brief Description of the Character of Business Conducted in Rhode Island

Petroleum and Petroleum Products

8. NAMES AND ADDRESSES OF THE OFFICERS ("X" BOX FOR ATTACHMENT) X

President Name C. Robert Black Vice President Name Richard F. Brenner
Street Address 2000 Westchester Ave. Street Address 2000 Westchester Ave.
City White Plains State NY Zip 10650 City White Plains State NY Zip 10650
Secretary Name Carl B. Davidson Treasurer Name James F. Link
Street Address 2000 Westchester Ave. Street Address 2000 Westchester Ave.
City White Plains State NY Zip 10650 City White Plains State NY Zip 10650

9. NAMES AND ADDRESSES OF THE DIRECTORS ("X" BOX FOR ATTACHMENT) X

Director Name Robert A. Beck Director Name John Brademas
Street Address Prudential Insurance Co. of America, Prudential Plaza NY University, 70 Washington Sq. So, El Mer Holmes Bldg
City Newark State NJ Zip 07101 City New York State NY Zip 10012
Director Name Peter I. Bijur Director Name Willard C. Butcher
Street Address 2000 Westchester Avenue Street Address The Chase Manhattan Bk, N.A., One Chase Manhattan Plaza
City White Plains State NY Zip 10650 City New York State NY Zip 10081

10. SHARES AUTHORIZED AND ISSUED ("X" BOX FOR ATTACHMENT)

AUTHORIZED SHARES			ISSUED SHARES		
Number of Shares	Class/Series	Par Value	Number of Shares	Class/Series	Par Value

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



File Date: 3/17/97
Check No.: 80057965
By: [Signature]
FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer: [Signature] Date: FEB 28 1997

Print or Type Name of Officer: ASSISTANT SECRETARY
Title of Officer:

TEXACO INC.

1997

Number of Shares Issued (InThousands)

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value</u>
274,293	Common	-	\$6.25
751	Preferred	B	\$1.00
60	Preferred	F	\$1.00
1	Preferred	G. H. I. & J	\$1.00

TEXACO INC.
1111 Bagby St., P. O. Box 1404, Dept. 007, Houston, TX 77002-0200

DIRECTORS:

Robert A. Beck	Prudential Insurance Co. of America, Prudential Plaza, Newark, NJ 07101
Peter I. Bijur	2000 Westchester Ave., White Plains, NY 10650
John Brademas	NY University, 70 Washington Sq. So, El mer Holmes Bobst Library, New York, NY 10012
Willard C. Butcher	The Chase Manhattan Bank, N.A., One Chase Manhattan Plaza, New York, NY 10081
Edmund M. Carpenter	Gen. Signal Corporation
Michael C. Hawley	Gillette Company, Prudential Towers Bldg., Boston, MA 02199
Franklyn G. Jenifer	University of TX - Dallas, Room 2.418 2601 N. Floyd R., Richardson, TX 75080
Allen J. Krowe	2000 Westchester Ave., White Plains, NY 10650
Thomas S. Murphy	Capital Cities Communications Inc., 24 E. 51st St., New York, NY 10022
Charles H. Price, II	Price Investments Inc., One W. Armour Blvd., Ste. 300, Kansas City, MO 64111
Robin B. Smith	Publishers Clearing House, 382 Channel Drive, Port Washington, NY 11050
William C. Steere Jr.	Pfizer, Inc., 235 E. 42nd St., New York, NY 10017
Thomas A. Vanderslice	GTE Corporation, One Stamford Forum, Stamford, Connecticut 06904
William Wrigley	410 N. Michigan Ave., Chicago, Illinois 60611

OFFICERS:

Peter I. Bijur	Ch. of Board of Directors and CEO	2000 Westchester Ave., White Plains, NY 10650
Allen J. Krowe	Vice Chairman	2000 Westchester Ave., White Plains, NY 10650
C. Robert Black	Senior Vice President	2000 Westchester Ave., White Plains, NY 10650
William C. Bousquette	Senior Vice President and CFO	2000 Westchester Ave., White Plains, NY 10650
William K. Tell, Jr.	Senior Vice President	2000 Westchester Ave., White Plains, NY 10650
Glenn F. Tilton	Senior Vice President	1111 Bagby St., Houston, TX 77002-0200
Stephen M. Turner	Senior Vice President and Gen. Counsel	2000 Westchester Ave., White Plains, NY 10650
Richard F. Brenner	Vice President	2000 Westchester Ave., White Plains, NY 10650
Clarence P. Cazalot, Jr.	Vice President	1111 Bagby St., Houston, TX 77002-0200
Eugene Celentano	Vice President	2000 Westchester Ave., White Plains, NY 10650
David C. Crikelair	Vice President	2000 Westchester Ave., White Plains, NY 10650
Carl B. Davidson	Vice President and Secretary	2000 Westchester Ave., White Plains, NY 10650
Patrick J. Lynch	Vice President	2000 Westchester Ave., White Plains, NY 10650
Thomas M. Matthews	Vice President	1111 Bagby St., Houston, TX 77002-0200
Elizabeth P. Smith	Vice President	2000 Westchester Ave., White Plains, NY 10650
Robert A. Solberg	Vice President	2000 Westchester Ave., White Plains, NY 10650

TEXACO INC.**1111 Bagby St., P. O. Box 1404, Dept. 007, Houston, TX 77002-0200**

James F. Link	Treasurer	2000 Westchester Ave., White Plains, NY 10650
Robert C. Oelkers	Comptroller	2000 Westchester Ave., White Plains, NY 10650
Michael N. Ambler	Gen. Tax Counsel	2000 Westchester Ave., White Plains, NY 10650
Kjestine M. Anderson	Asst. Secretary	2000 Westchester Ave., White Plains, NY 10650
Fredric J. Attermeier*	Asst. Secretary	1111 Bagby St., Houston, TX 77002-0200
Joy K. Burnett	Asst. Secretary	4601 DTC Blvd., Denver, CO 80237
Norma P. Cavanaugh	Asst. Secretary	2000 Westchester Ave., White Plains, NY 10650
Lowell N. Elsen	Asst. Secretary	10 Universal City Pl., Universal City, CA 91608
Tony O. Hemming	Asst. Secretary	10 Universal City Pl., Universal City, CA 91608
George M. Holston	Asst. Secretary	2000 Westchester Ave., White Plains, NY 10650
Nancy M. Kesner	Asst. Secretary	150 Alhambra Circle, Coral Gables, FL 33134
Robert E. Koch	Asst. Secretary	2000 Westchester Ave., White Plains, NY 10650
Stephen M. Mazoff	Asst. Secretary	4601 DTC Blvd., Denver, CO 80237
Bridget M. Moore	Asst. Secretary	2000 Westchester Ave., White Plains, NY 10650
Adel J. Nammour*	Asst. Secretary	1111 Bagby St., Houston, TX 77002-0200
William L. Soula	Asst. Secretary	1111 Bagby St., Houston, TX 77002-0200
Beverly C. Walton	Asst. Secretary	1111 Bagby St., Houston, TX 77002-0200
D. T. Webb, Jr.	Asst. Secretary	400 Poydras St., New Orleans, LA 70130
H. Douglas Williams	Asst. Secretary	10 Universal City Pl., Universal City, CA 91608
Brian R. Ashley	Asst. Treasurer	1111 Bagby St., Houston, TX 77002-0200
Steve A. Carlson	Asst. Treasurer	2000 Westchester Ave., White Plains, NY 10650
Shelby Faber	Asst. Treasurer	2000 Westchester Ave., White Plains, NY 10650
Peter M. Wissel	Asst. Treasurer	2000 Westchester Ave., White Plains, NY 10650
G. J. Batavick	Asst. Comptroller	2000 Westchester Ave., White Plains, NY 10650
T. P. Dougherty	Asst. Comptroller	1111 Bagby St., Houston, TX 77002-0200
John A. Gatens	Asst. Comptroller	2000 Westchester Ave., White Plains, NY 10650
Steve W. Short	Asst. Comptroller	1111 Bagby St., Houston, TX 77002-0200

* Limited Powers

Extra 1/2/97

Updated 2/21/97

PROFIT CORPORATION ANNUAL REPORT

1996



State of Rhode Island and Providence Plantations
James R. Langevin, *Secretary of State*
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335 • (401) 277-3040

Filing Period: January 1-March 1
Filing Fee: \$50.00

PLEASE TYPE OR PRINT IN BLACK INK.

1. CORPORATE ID NO. 25175		2. NAME OF CORPORATION Texaco Inc.			
3. STREET ADDRESS PRINCIPAL BUSINESS OFFICE 2000 Westchester Ave.			CITY White Plains	STATE NY	ZIP CODE 10650
4. BUSINESS PHONE NO. (713) 752-6235		5. STATE OF INCORPORATION DELAWARE			6. SIC CODE 8888
7. BRIEF DESCRIPTION OF THE CHARACTER OF BUSINESS CONDUCTED IN RHODE ISLAND Petroleum and Petroleum Products					
8. NAMES AND ADDRESSES OF THE OFFICERS					
PRESIDENT NAME XXXXXXXX Ch. of Board of Directors and CEO Alfred C. DeCrane, Jr.			VICE PRESIDENT NAME Glen F. Tilton		
STREET ADDRESS 2000 Westchester Ave.			STREET ADDRESS 1111 Bagby St.		
CITY White Plains	STATE NY	ZIP CODE 10650	CITY Houston	STATE TX	ZIP CODE 77002
SECRETARY NAME C. B. Davidson			TREASURER NAME J. F. Link		
STREET ADDRESS 2000 Westchester Ave.			STREET ADDRESS 2000 Westchester Ave.		
CITY White Plains	STATE NY	ZIP CODE 10650	CITY White Plains	STATE NY	ZIP CODE 10650
9. NAMES AND ADDRESSES OF THE DIRECTORS					
DIRECTOR NAME Alfred C. Decrane, Jr.			DIRECTOR NAME Allen J. Krowe		
STREET ADDRESS 2000 Westchester Ave.			STREET ADDRESS 2000 Westchester Ave.		
CITY White Plains	STATE NY	ZIP CODE 10650	CITY White Plains	STATE NY	ZIP CODE 10650
DIRECTOR NAME Robert A. Beck			DIRECTOR NAME John Brademas		
STREET ADDRESS Prudential Insurance Co. of America			STREET ADDRESS NY University, 70 Washington Sq. So.,		
CITY Newark	STATE NJ	ZIP CODE 07101	CITY New York	STATE NY	ZIP CODE 10012
10. SHARES AUTHORIZED AND ISSUED					
AUTHORIZED SHARES			ISSUED SHARES		
NUMBER OF SHARES	CLASS / SERIES	PAR VALUE	NUMBER OF SHARES	CLASS / SERIES	PAR VALUE
SEE			ATTACHED		

This report must be **SIGNED IN INK** by either the
President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee

SEE ATTACHED

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Frederic J. Attermeier
Signature of Officer

F. J. Attermeier
Print or Type Name of Officer

Asst. Secretary
Title of Officer

28 Feb 96
Date

File Date:

Check No:

By:

For Secretary of State Use Only

4/8/96
80035993
[Signature]

Texaco Inc.
Assistant Secretary

February 28, 1996

Frederc J. Attermeier

1111 Bagby St., Houston, TX 77002-0200

TEXACO INC.

1996

Number of Shares Issued (In Thousands)

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value</u>
278,293	Common	-	\$6.25
751	Preferred	B	\$1.00
60	Preferred	F	\$1.00
1	Preferred	G, H, I, & J	\$1.00

State of Rhode Island and Providence Plantations



Office of The Secretary of State

100 North Main Street

Providence, Rhode Island 02903-1335

401-277-3040

ANNUAL REPORT

Please Type or Print

File Annually - Jan. 1 - March 1

Filing Fee \$50.00

Make Checks Payable to: Secretary of State

ALL ENTRIES MUST BE COMPLETED IN FULL OR THE FORM WILL BE RETURNED.

0025175

1995

Corporate ID: _____ Annual Report for the year: _____

Texaco Inc.

Name of Corporation: _____

Business entity organized under the laws of the State of: Delaware

Business Entity is (check one):

For foreign entity, address and telephone number of principal office:

☒ Business Corporation (See RIGL Chapter 7-1.1)☐ Professional Service Corporation (See RIGL Chapter 7-5.1)Suite L-10032 Hookerman SquareDover DE 19901

Phone: () _____

Brief statement of the character of business conducted in Rhode Island:

Petroleum + Petroleum products

Address and telephone of the principal office of business entity in Rhode Island (Provide street address - Not P.O. Box):

Suite 900170 Westminister StProvidence RI

Phone: () _____

THE NAMES OF THE OFFICERS ARE:

PRESIDENT STREET ADDRESS CITY/STATE ZIP CODE

VICE PRESIDENT STREET ADDRESS CITY/STATE ZIP CODE

SECRETARY STREET ADDRESS CITY/STATE ZIP CODE

TREASURER STREET ADDRESS CITY/STATE ZIP CODE

**See Attached
Detail List of**

THE NAMES OF THE DIRECTORS ARE:

NAME STREET ADDRESS CITY/STATE ZIP CODE

NAME STREET ADDRESS CITY/STATE ZIP CODE

NAME STREET ADDRESS CITY/STATE ZIP CODE

NUMBER OF SHARES AUTHORIZED (Rider may be attached)

NUMBER OF SHARES ISSUED AND OUTSTANDING (Rider may be attached)

Number of Shares

Class / Series

350,000,000

Common

Number of Shares

Class / Series

30,000,000

Preferred

See AttachedDate 2-9, 19 95

By: _____

H. R. Woodard

PRINT OR TYPE NAME OF OFFICER SIGNING

TITLE OF OFFICER SIGNING

Form 31 1/95

DESIGNATED REGISTERED AGENT FOR SERVICE OF PROCESS:

PLEASE NOTE: If the registered office and/or registered agent indicated below is incorrect, Form 9 must be filed.

PRENTICE-HALL CORP SYSTEM
170 WESTMINSTER STREET, SUITE 900
PROVIDENCE RI 02903

PAID

FEB 21 1995

SECY OF STATE

OK # 90067333

SS

TEXACO INC.

1111 Bagby Street, Houston, Texas 77002-0200

P.O. Box 4696, Houston, Texas 77210-4696

Directors

Robert A. Beck	Prudential Insurance Company of America, Prudential Plaza, Newark, NJ 07101
John Brademas	New York University, 70 Washington Square South, Elmer Holmes Bobst Library, New York, NY 10012
Willard C. Butcher	The Chase Manhattan Bank, N.A., One Chase Manhattan Plaza, New York, NY 10081
Edmund M. Carpenter	General Signal Corporation
Alfred C. DeCrane, Jr	2000 Westchester Avenue, White Plains, New York 10650
Franklyn G. Jenifer	University of Texas - Dallas, 2601 N. Floyd R., Room 2.418, Richardson, TX 75080
Allen J. Krowe	2000 Westchester Avenue, White Plains, New York 10650
Thomas S. Murphy	Capital Cities Communications Inc., 24 East 51st Street, New York, NY 10022
Charles H. Price, II	Price Investments Inc., One West Armour Blvd., Suite 300, Kansas City, MO 64111
Robin B. Smith	Publishers Clearing House, 382 Channel Drive, Port Washington, NY 11050
William C. Steere Jr.	Pfizer, Inc., 235 East 42nd Street, New York, NY 10017
Thomas A. Vanderslice	GTE Corporation, One Stamford Forum, Stamford, Connecticut 06904
William Wrigley	410 North Michigan Avenue, Chicago, Illinois 60611

Officers:

Alfred C. DeCrane, Jr.	Chairman of the Board of Directors and CEO	2000 Westchester Ave., White Plains, NY 10650
Allen J. Krowe	Vice Chairman	2000 Westchester Ave., White Plains, NY 10650
Peter, I. Bijur	Senior Vice President	2000 Westchester Ave., White Plains, NY 10650
Charles R. Black	Senior Vice President	2000 Westchester Ave., White Plains, NY 10650
William C. Bousquette	Senior Vice President and Chief Financial Officer	2000 Westchester Ave., White Plains, NY 10650
James L. Dunlap	Senior Vice President	1111 Bagby Street, Houston, TX 77002-0200
William K. Tall, Jr.	Senior Vice President	2000 Westchester Ave., White Plains, NY 10650
Stephen M. Turner	Senior Vice President and General Counsel	2000 Westchester Ave., White Plains, NY 10650
John D. Ambler	Vice President	2000 Westchester Ave., White Plains, NY 10650
Clarence P. Cazalot, Jr.	Vice President	1111 Bagby Street, Houston, TX 77002-0200
David C. Crikelair	Vice President	2000 Westchester Ave., White Plains, NY 10650
Carl B. Davidson	VP and Sec	2000 Westchester Ave., White Plains, NY 10650
William P. Doyle	Vice President	2000 Westchester Ave., White Plains, NY 10650
Patrick J. Lynch	Vice President	150 Alhambra Circle, Coral Gables, FL 33134
Thomas M. Matthews	Vice President	1111 Bagby Street, Houston, TX 77002-0200
Elizabeth P. Smith	Vice President	2000 Westchester Ave., White Plains, NY 10650
Robert A. Solberg **	Vice President	2000 Westchester Ave., White Plains, NY 10650
Glenn F. Tilton**	Vice President	2000 Westchester Ave., White Plains, NY 10650
Robert W. Ulrich	Treasurer	2000 Westchester Ave., White Plains, NY 10650
Robert C. Oellers	Comptroller	2000 Westchester Ave., White Plains, NY 10650
Michael N. Ambler	General Tax Counsel	2000 Westchester Ave., White Plains, NY 10650
Joy K. Burnett	Assistant Secretary	4601 DTC Blvd., Denver, CO 80237
Norma P. Cavanaugh	Assistant Secretary	2000 Westchester Ave., White Plains, NY 10650
Tom F. Clarke *	Assistant Secretary	10 Universal City Plaza, Universal City, CA 91608
Lowell N. Elsen	Assistant Secretary	10 Universal City Plaza, Universal City, CA 91608
Shirley C. Friend, Jr.	Assistant Secretary	400 Poydras, New Orleans, LA 70821

TEXACO INC.
1111 Bagby Street, Houston, Texas 77002-0200
P.O. Box 4696, Houston, Texas 77210-4696

Officers con't

Tony O. Hamling	Assistant Secretary	10 Universal City Plaza, Universal City, CA 91608
George M. Holston	Assistant Secretary	2000 Westchester Ave., White Plains, NY 10650
Raymond E. Hopkins	Assistant Secretary	1437 South Boulder, Tulsa, OK 74119
Nancy M. Keener	Assistant Secretary	150 Alhambra Circle, Coral Gables, FL 33134
Robert E. Koch	Assistant Secretary	2000 Westchester Ave., White Plains, NY 10650
Stephen M. Mazoff	Assistant Secretary	4601 DTC Blvd., Denver, CO 80237
Bridget M. Moore	Assistant Secretary	2000 Westchester Ave., White Plains, NY 10650
William L. Scula	Assistant Secretary	1111 Bagby Street, Houston, TX 77002-0200
Beverly C. Walton	Assistant Secretary	1111 Bagby Street, Houston, TX 77002-0200
H. Douglas Williams	Assistant Secretary	10 Universal City Plaza, Universal City, CA 91608
H. Russ Woodard *	Assistant Secretary	1111 Bagby Street, Houston, TX 77002-0200
John D. Keough	Sr. Asst. Treasurer	2000 Westchester Ave., White Plains, NY 10650
Brian R. Ashley	Assistant Treasurer	1111 Bagby Street, Houston, TX 77002-0200
Steve A. Carlson	Assistant Treasurer	2000 Westchester Ave., White Plains, NY 10650
Shelby Faber	Assistant Treasurer	2000 Westchester Ave., White Plains, NY 10650
Reber M. Wissel	Assistant Treasurer	2000 Westchester Ave., White Plains, NY 10650
James F. Link	Associate Comptroller	1111 Bagby Street, Houston, TX 77002-0200
G. J. Batavick	Assistant Comptroller	2000 Westchester Ave., White Plains, NY 10650
John A. Gatens	Assistant Comptroller	2000 Westchester Ave., White Plains, NY 10650
Dan D. Kovaleski	Assistant Comptroller	2000 Westchester Ave., White Plains, NY 10650
Steve W. Short	Assistant Comptroller	1111 Bagby Street, Houston, TX 77002-0200

* Limited Powers

** On Leave of Absence

EXTRA 01/23/95

4

TEXACO INC.
RHODE ISLAND ANNUAL REPORT
For the Year 1995
Number of Shares Issued (In Thousands)

<u>No. of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value</u>
274,293	Common	-	\$6.25
780	Preferred	B	\$1.00
63	Preferred	F	\$1.00
1	Preferred	G,H,I & J	\$1.00

Filing Fee \$50.00
Payable to:
Secretary of State

PLEASE TYPE or PRINT
State of Rhode Island and Providence Plantations
Office of The Secretary of State
100 North Main Street
Providence, Rhode Island 02903-1335
401-277-3040

File Annually
LLC: Sept. 1 - Nov. 1
CORP: Jan. 1 - March 1

90003267
\$50 7/3

Corporate ID: 0025175 Annual Report for the year: 1994

Name of Business Entity: Texaco Inc.

Business entity organized under the laws of the State of: Delaware

Federal Taxpayer Identification Number: [REDACTED]

For foreign entity, address and telephone number of principal office:

Suite L-100

32 Lookerman Square

Dover, DE 19901

Phone: ()

Address and telephone of the principal office of business entity in Rhode Island (Provide street address - Not P.O. Box)

Suite 900

170 Westminster Street

Providence, RI 02903

Phone: ()

Business Entity is (check one)

- ☒ Business Corporation (See RIGL Chapter 7-1.1)
☐ Professional Service Corporation (See RIGL Chapter 7-5.1)
☐ Limited Liability Company (See RIGL 7-16)

Name, title and mailing address of contact person to whom communications may be directed

W. J. Bright-Mgr. of Tax Acctg.-State
Income/Franchise Tax-Houston General Office

P. O. Box 4696

Houston, TX 77210-4696

Brief statement of the character of business conducted in Rhode Island:

Petroleum and its products

Date of Organization: August 26, 1926

Date of Qualification to do business in Rhode Island (if foreign entity):

THE NAMES OF THE OFFICERS ARE:

☐ CHIEF EXECUTIVE OFFICER OR ☐ PRESIDENT (Check One) STREET ADDRESS CITY/STATE ZIP CODE

SEE ATTACHED

☐ CHIEF OPERATING OFFICER OR ☐ VICE PRESIDENT (Check One) STREET ADDRESS CITY/STATE ZIP CODE

☐ CUSTODIAN OF RECORDS OR ☐ SECRETARY (Check One) STREET ADDRESS CITY/STATE ZIP CODE

☐ CHIEF FINANCIAL OFFICER OR ☐ TREASURER (Check One) STREET ADDRESS CITY/STATE ZIP CODE

THE NAMES OF THE DIRECTORS ARE:

NAME STREET ADDRESS CITY/STATE ZIP CODE

SEE ATTACHED

NAME STREET ADDRESS CITY/STATE ZIP CODE

NAME STREET ADDRESS CITY/STATE ZIP CODE

NUMBER OF SHARES AUTHORIZED (If Applicable) NUMBER OF SHARES ISSUED AND OUTSTANDING (If Applicable)

NUMBER 350,000,000 30,000,000 NUMBER SEE ATTACHED

CLASS Common Preferred CLASS

SERIES Various SERIES

PAR VALUE OR WITHOUT PAR \$6.25 \$1.00 PAR VALUE OR WITHOUT PAR

Date February 17, 19 94 By: [Signature]

William J. Bright
PRINT OR TYPE NAME OF OFFICER SIGNING

Mgr. Tax Accounting State & Local
TITLE OF OFFICER SIGNING

Form 31 1-94

DESIGNATED REGISTERED OR RESIDENT AGENT FOR SERVICE OF PROCESS:

PLEASE NOTE: If the Corporation has changed its registered office and/or registered or resident agent, Form 9 or Form LLC 3 must be filed.

FILED

MAY 02 1994

By KC

PRENTICE-HALL CORP SYSTEM
170 WESTMINSTER STREET, SUITE 900
PROVIDENCE RI 02903

TEXACO INC.
1111 BAGBY STREET, HOUSTON, TEXAS 77002-0200
P.O. BOX 4696, HOUSTON, TX 77210-4696

Directors

Robert A. Beck	Prudential Insurance Company of America, Prudential Plaza, Newark, NJ 07101
John Brademas	New York Univeristy, 70 Washington Square South, Elmer Holmes Bobst Library, New York, NY 10012
Willard C. Butcher	The Chase Manhattan Bank, N.A., One Chase Manhattan Plaza, New York, NY 10081
Edmund M. Carpenter	**
Frank T. Cary	International Business Machines Corp., Old Orchard Road, Armonk, NY 10504
Allen J. Krowe	2000 Westchester Avenue, White Plains, New York 10650
Alfred C. DeCrane, Jr.	2000 Westchester Avenue, White Plains, New York 10650
James W. Kinnear	2000 Westchester Avenue, White Plains, New York 10650
Thomas S. Murphy	Capital Cities Communications Inc., 24 East 51st Street, New York, NY 10022
George Parker, Jr.	1111 Alamo National Building, San Antonio, Texas 78205
Charles H. Price, II	Price Investments Inc., One West Armour Blvd., Suite 300, Kansas City, MO 64111
Robin B. Smith	**
William C. Steere Jr.	GTE Corporation, One Stamford Forum, Stamford, Connecticut 06904
Thomas A. Vanderslice	410 North Michigan Avenue, Chicago, Illinois 60611
William Wrigley	
William J. Crowe, Jr.	
Franklyn G. Jenifer	

Officers:

James W. Kinnear	President and Chief Executive Officer	2000 Westchester Ave., White Plains, NY 10650
Alfred C. DeCrane, Jr.	Chairman of the Board of Directors	2000 Westchester Ave., White Plains, NY 10650
P. I. Bijur	Senior Vice President	2000 Westchester Ave., White Plains, NY 10650
C. Robert Black	Senior Vice President	2000 Westchester Ave., White Plains, NY 10650
Allen J. Krowe	Vice Chairman and Chief Financial Officer	2000 Westchester Ave., White Plains, NY 10650
James L. Dunlap	Senior Vice President	1111 Bagby Street, Houston, Texas 77002-0200
William K. Tell, Jr.	Senior Vice President	2000 Westchester Ave., White Plains, NY 10650
Stephen M. Turner	Senior Vice President and General Counsel	2000 Westchester Ave., White Plains, NY 10650
Elton G. Yates	Senior Vice President	2000 Westchester Ave., White Plains, NY 10650
John D. Ambler	Vice President	2000 Westchester Ave., White Plains, NY 10650
J. Donald Annett	Vice President	2000 Westchester Ave., White Plains, NY 10650
Clarence P. Cazalot, Jr.	Vice President	150 Alhambra Circle, Coral Gables, FL 33134
David C. Crikclair	Vice President	2000 Westchester Ave., White Plains, NY 10650
Robert A. Solberg	Vice President	2000 Westchester Ave., White Plains, NY 10650
Ralph S. Cunningham	Vice President	3040 Post Oak Blvd., Houston, TX 77056
Richard R. Dickinson	Vice President	2000 Westchester Ave., White Plains, NY 10650
Glenn F. Tilton	Vice President	2000 Westchester Ave., White Plains, NY 10650
Carl B. Davidson	Vice President and Secretary	2000 Westchester Ave., White Plains, NY 10650
Elizabeth P. Smith	Vice President	2000 Westchester Ave., White Plains, NY 10650
William P. Doyle	Vice President	2000 Westchester Ave., White Plains, NY 10650
Earl L. Johnson	Vice President	1111 Bagby Street, Houston, Texas 77002-0200

TEXACO INC.
1111 BAGBY STREET, HOUSTON, TEXAS 77002-0200
P.O. BOX 4696, HOUSTON, TX 77210-4696

Officers con't

D. H. Schmude	Vice President	10 Universal City Plaza, Universal City, CA 91608
Robert W. Ulrich	Treasurer	2000 Westchester Ave., White Plains, NY 10650
P. J. Lynch	Vice President and Comptroller	2000 Westchester Ave., White Plains, NY 10650
Michael N. Ambler	General Tax Counsel	2000 Westchester Ave., White Plains, NY 10650
G. M. Holston	Assistant Secretary	2000 Westchester Ave., White Plains, NY 10650
R. R. Bray	Assistant Secretary	1437 South Boulder, Tulsa, OK 74119
Joy K. Burnett	Assistant Secretary	4601 DTC Blvd., Denver, CO 80237
Norma M. Cavanaugh	Assistant Secretary	2000 Westchester Ave., White Plains, NY 10650
T. F. Clark	Assistant Secretary	10 Universal City Plaza, Universal City, CA 91608
Pauline S. Cowart	Assistant Secretary	1111 Bagby Street, Houston, TX 77002-0200
Catherine Doherty	Assistant Secretary	2000 Westchester Ave., White Plains, NY 10650
L. N. Elsen	Assistant Secretary	10 Universal City Plaza, Universal City, CA 91608
S. C. Friend, Jr.	Assistant Secretary	400 Poydras, New Orleans, LA 70821
J. B. Gilman, Jr.	Assistant Secretary	1111 Bagby Street, Houston, TX 77002-0200
T. O. Hemming	Assistant Secretary	10 Universal City Plaza, Universal City, CA 91608
R. E. Hopkins	Assistant Secretary	1437 South Boulder, Tulsa, OK 74119
R. E. Koch	Assistant Secretary	2000 Westchester Ave., White Plains, NY 10650
Nancy M. Kessner	Assistant Secretary	150 Alhambra Circle, Coral Gables, FL 33134
S. M. Mazoff	Assistant Secretary	4601 DTC Blvd., Denver, CO 80237
W. L. Soula	Assistant Secretary	1111 Bagby Street, Houston, TX 77002-0200
<u>H. R. Woodard</u>	Assistant Secretary	1111 Bagby Street, Bellaire, TX 77401
L. S. Paul	Assistant Secretary	10 Universal City Plaza, Universal City, CA 91608
J. A. Hewitt	Sr. Asst. Treasurer	2000 Westchester Ave., White Plains, NY 10650
J. D. Keough	Sr. Asst. Treasurer	2000 Westchester Ave., White Plains, NY 10650
J. F. Link	Sr. Assistant Treasurer	1111 Bagby Street, Houston, TX 77002-0200
B. R. Ashley	Assistant Treasurer	1111 Bagby Street, Houston, TX 77002-0200
J. Wargo	Assistant Treasurer	150 Alhambra Circle, Coral Gables, FL 33134
P. M. Wissel	Assistant Treasurer	2000 Westchester Ave., White Plains, NY 10650
E. Celentano	Associate Comptroller	Caixa Postal 520, Rio De Janeiro, 20001-970 Brazil
G. H. Eaton	Assistant Comptroller	2000 Westchester Ave., White Plains, NY 10650
D. D. Kovalski	Assistant Comptroller	2000 Westchester Ave., White Plains, NY 10650
J. E. McNally	Assistant Comptroller	2000 Westchester Ave., White Plains, NY 10650
R. S. Shelton	Assistant Comptroller	1111 Bagby Street, Houston, TX 77002-0200
J. V. Woolly	Assistant Comptroller	1111 Bagby Street, Houston, TX 77002-0200

**** On Leave of Absence**

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TEXACO INC.
RHODE ISLAND ANNUAL REPORT
For the Year 1994
Number of Shares Issued (In Thousands)

<u>No. of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value</u>
274,283	Common	-	\$6.25
812	Preferred	B	\$1.00
5,334	Preferred	C	\$1.00
4	Preferred	E	\$1.00
66	Preferred	F	\$1.00
1	Preferred	G,H,I & J	\$1.00

Filing Fee \$50.00

To be filed annually between
January 1st and March 1st

461293
State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RHODE ISLAND 02903

Corporate ID.....0025175..... Annual Report for the year.....1993.....

FIRST: The name of the corporation is.....Texaco Inc.....

SECOND: It is incorporated under the laws of.....Delaware.....

THIRD: Character of business, briefly stated, is.....Petroleum and its products.....

FOURTH: If foreign corporation, address of its principal office 32 Loockerman Square, Suite L-100

Dover, DE 19901

FIFTH: Business address in Rhode Island Suite 900, 170 Westminster Street

Providence, RI 02903

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name

Office

Address (including number, street, zip code)

Director

SEE ATTACHED

Director

Director

President

Vice President

Secretary

Treasurer

SEVENTH: Number of Shares authorized:

No. of Shares

Class

Series

Par Value
or statement that
shares are without
par value

350,000,000

Common

-

\$6.25

30,000,000

Preferred

Various

\$1.00

PAID

MAR 02 1993

SECRETARY OF STATE

Par Value
or statement that
shares are without
par value

EIGHTH: Number of Shares issued:

No. of Shares

Class

Series

See Attached

Dated February 19, 19 93

TEXACO INC.

(Name of Corporation)

By

R.R. Bray

(Report must be signed by an officer)

Title Assistant Secretary

TEXACO INC.

List of Directors and Officers

<u>Name</u>	<u>Office</u>	<u>Address</u>
James W. Kinnear	President, Chief Executive Officer & Director	2000 Westchester Avenue White Plains, NY 10650
Alfred C. DeCrane, Jr.	Chairman of the Board of Directors	2000 Westchester Avenue White Plains, NY 10650
Robert A. Beck	Director	Prudential Plaza Newark, NJ 07101
John Brademas	Director	70 Washington Square South New York, NY 10012
Willard C. Butcher	Director	One Chase Manhattan Plaza New York, NY 10081
Edmund M. Carpenter	Director	
Frank T. Cary	Director	2000 Purchase Street Purchase, NY 10577
William J. Crowe, Jr.	Director	The Pentagon, Room 2E964 Washington, D. C. 20318
Thomas S. Murphy	Director	24 East 51 Street New York, NY 10022
George Parker, Jr.	Director	1111 Alamo National Bldg. San Antonio, TX 78205
Charles H. Price, II	Director	Price Investments, Inc. One West Armour Blvd. Suite 300 Kansas City, MO 64111
Robin B. Smith	Director	Publishers Clearing House 382 Channel Drive Port Washington, NY 11050
William C. Steere, Jr.	Director	Pfizer, Inc. 235 East 42nd Street New York, NY 10017

<u>Name</u>	<u>Office</u>	<u>Address</u>
Thomas A. Vanderslice	Director	330 Billerica Road Chelmsford, MA 01824
William Wrigley	Director	410 North Michigan Ave. Chicago, IL 60611
Peter I. Bijur	Senior Vice President	2000 Westchester Avenue White Plains, NY 10650
C. Robert Black	Senior Vice President	150 Alhambra Circle Coral Gables, FL 33134
James L. Dunlap	Senior Vice President	1111 Bagby Street Houston, TX 77002
Allen J. Krowe	Senior Vice President & Chief Financial Officer	2000 Westchester Avenue White Plains, NY 10650
William K. Tell, Jr.	Senior Vice President	2000 Westchester Avenue White Plains, NY 10650
Stephen M. Turner	Senior Vice President & General Counsel	2000 Westchester Avenue White Plains, NY 10650
Elton G. Yates	Senior Vice President	2000 Westchester Avenue White Plains, NY 10650
John D. Ambler	Vice President	2000 Westchester Avenue White Plains, NY 10650
J. Donald Annett	Vice President	1050 17th Street, NW Suite 500 Washington, D. C. 20036
Clarence P. Cazalot, Jr.	Vice President	4800 Fournace Place Bellaire, TX 77401
Ralph S. Cunningham	Vice President	3040 Post Oak Boulevard Houston, TX 77056
Carl B. Davidson	Vice President & Secretary	2000 Westchester Avenue White Plains, NY 10650
David C. Crikelair	Vice President	2000 Westchester Avenue White Plains, NY 10650
Robert A. Solberg **	Vice President	On Leave of Absence

<u>Name</u>	<u>Office</u>	<u>Address</u>
Richard R. Dickinson	Vice President	2000 Westchester Avenue White Plains, NY 10650
William P. Doyle	Vice President	2000 Westchester Avenue White Plains, NY 10650
Earl L. Johnson	Vice President	2000 Westchester Avenue White Plains, NY 10650
Donald H. Schmude	Vice President	1111 Bagby Street Houston, TX 77002
Elizabeth P. Smith	Vice President	2000 Westchester Avenue White Plains, NY 10650
Glenn F. Tilton **	Vice President	On Leave of Absence
Michael N. Ambler	General Tax Counsel	2000 Westchester Avenue White Plains, NY 10650
R. W. Ulrich	Treasurer	2000 Westchester Avenue White Plains, NY 10650
Patrick J. Lynch	Vice President & Comptroller	2000 Westchester Avenue White Plains, NY 10650
G. M. Holston	Assistant Secretary	2000 Westchester Avenue White Plains, NY 10650
R. R. Bray *	Assistant Secretary	1437 South Boulder Avenue Tulsa, OK 74119-3609
Joy K. Burnett	Assistant Secretary	4601 DTC Boulevard Denver, CO 80237
Norma M. Cavanaugh	Assistant Secretary	2000 Westchester Avenue White Plains, NY 10650
T. F. Clarke *	Assistant Secretary	10 Universal City Plaza Universal City, CA 91608
Pauline S. Cowart	Assistant Secretary	1111 Bagby Street Houston, TX 77002
Catherine Doherty	Assistant Secretary	2000 Westchester Avenue White Plains, NY 10650

<u>Name</u>	<u>Office</u>	<u>Address</u>
L. N. Elsen	Assistant Secretary	400 Poydras Street New Orleans, LA 70130
S. C. Friend, Jr.	Assistant Secretary	400 Poydras Street New Orleans, LA 70130
J. B. Gilman, Jr.	Assistant Secretary	1111 Bagby Street Houston, TX 77002
T. O. Hemming	Assistant Secretary	10 Universal City Plaza Universal City, CA 91608
R. E. Hopkins	Assistant Secretary	1437 South Boulder Avenue Tulsa, OK 74119-3609
R. E. Koch	Assistant Secretary	2000 Westchester Avenue White Plains, NY 10650
Nancy M. Kesner	Assistant Secretary	150 Alhambra Circle Coral Gables, FL 33134
S. M. Mazoff	Assistant Secretary	10 Universal City Plaza Universal City, CA 91608
W. L. Soula	Assistant Secretary	1111 Bagby Street Houston, TX 77002
H. R. Woodard *	Assistant Secretary	4800 Fournace Place Bellaire, TX 77401
J. A. Hewitt	Senior Assistant Treasurer	2000 Westchester Avenue White Plains, NY 10650
J. D. Keough	Senior Assistant Treasurer	2000 Westchester Avenue White Plains, NY 10650
J. F. Link	Senior Assistant Treasurer	2000 Westchester Avenue White Plains, NY 10650
B. R. Ashley	Assistant Treasurer	1111 Bagby Street Houston, TX 77002
J. Wargo	Assistant Treasurer	150 Alhambra Circle Coral Gables, FL 33134
P. M. Wissel	Assistant Treasurer	2000 Westchester Avenue White Plains, NY 10650

<u>Name</u>	<u>Office</u>	<u>Address</u>
E. Celentano	Associate Comptroller	1111 Bagby Street Houston, TX 77002
G. H. Eaton	Assistant Comptroller	2000 Westchester Avenue White Plains, NY 10650
D. D. Kovalski	Assistant Comptroller	2000 Westchester Avenue White Plains, NY 10650
J. E. McNally	Assistant Comptroller	2000 Westchester Avenue White Plains, NY 10650
R. S. Shelton	Assistant Comptroller	1111 Bagby Street Houston, TX 77002
J. V. Woolly	Assistant Comptroller	1111 Bagby Street Houston, TX 77002
B. C. Walton	Assistant Secretary	1111 Bagby Street Houston, TX 77002
H. D. Williams	Assistant Secretary	10 Universal City Plaza Universal City, CA 91608

* Authority Limited to Tax Matters

** On Leave of Absence

JAL: 1/22/93; 2/22/93

TEXACO INC.
RHODE ISLAND ANNUAL REPORT
For the Year 1993
Number of Shares Issued (In Thousands)

<u>No. of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value</u>
274,283	Common	—	\$6.25
823	Preferred	B	\$1.00
5,334	Preferred	C	\$1.00
4	Preferred	E	\$1.00
68	Preferred	F	\$1.00
1	Preferred	G,H,I & J	\$1.00

Filing Fee \$50.00

To be filed annually between
January 1st and March 1st

no 9629
State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 0025175 Annual Report for the year 1991²

FIRST: The name of the corporation is Texaco Inc.

SECOND: It is incorporated under the laws of Delaware

THIRD: Character of business, briefly stated, is Petroleum and its products.

FOURTH: If foreign corporation, address of its principal office 32 Loockerman Square, Suite L-100
Dover, DE 19901

FIFTH: Business address in Rhode Island Suite 900, 170 Westminster Street
Providence, RI 02903

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name	Office	Address (including number, street, zip code)
.....	Director	
SEE ATTACHED	Director	
.....	Director	
.....	President	
.....	Vice President	
.....	Secretary	
.....	Treasurer	

SEVENTH: Number of Shares authorized:

No. of Shares	Class
350,000,000	Common
30,000,000	Preferred

Series
PAID
Various
FEB 24 1992

Par Value
or statement that
shares are without
par value
\$6.25
\$1.00

EIGHTH: Number of Shares issued:

No. of Shares	Class
---------------	-------

See attached

SECY OF STATE

Series

Par Value
or statement that
shares are without
par value

Dated February 20 19 92

TEXACO INC.
(Name of Corporation)

By R.R. Bray

(Report must be signed by an officer)

Title Assistant Secretary

TEXACO INC.
RHODE ISLAND ANNUAL REPORT
For the Year 1992
Number of Shares Issued

<u>No. of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value</u>
274,293,417	Common	-	\$6.25
828,333	Preferred	B	\$1.00
5,334,000	Preferred	C	\$1.00
3,814	Preferred	E	\$1.00
67,797	Preferred	F	\$1.00

TEXACO INC.

List of Directors and Officers

<u>Name</u>	<u>Office</u>	<u>Address</u>
James W. Kinnear	President, Chief Executive Officer & Director	2000 Westchester Avenue White Plains, NY 10650
Alfred C. DeCrane, Jr.	Chairman of the Board of Directors	2000 Westchester Avenue White Plains, NY 10650
Robert A. Beck	Director	Prudential Plaza Newark, NJ 07101
John Brademas	Director	70 Washington Square South New York, NY 10012
Willard C. Butcher	Director	One Chase Manhattan Plaza New York, NY 10081
Edmund M. Carpenter	Director	
Frank T. Cary	Director	2000 Purchase Street Purchase, NY 10577
William J. Crowe, Jr.	Director	The Pentagon, Room 2E964 Washington, D. C. 20318
John K. McKinley	Director	One Canterbury Green Stamford, CT 06901
Thomas S. Murphy	Director	24 East 51 Street New York, NY 10022
George Parker, Jr.	Director	1111 Alamo National Bldg. San Antonio, TX 78205
Charles H. Price, II	Director	Price Investments, Inc. One West Armour Blvd. Suite 300 Kansas City, MO 64111
Robin B. Smith	Director	Publishers Clearing House 382 Channel Drive Port Washington, NY 11050

<u>Name</u>	<u>Office</u>	<u>Address</u>
Thomas A. Vanderslice	Director	330 Billerica Road Chelmsford, MA 01824
L. Stanton Williams	Director	One PPG Place Pittsburg, PA 15272
William Wrigley	Director	410 North Michigan Ave. Chicago, IL 60611
William S. Barrack, Jr.	Senior Vice President	2000 Westchester Avenue White Plains, NY 10650
James L. Dunlap	Senior Vice President	1111 Bagby Street Houston, TX 77002
Allen J. Krowe	Senior Vice President & Chief Financial Officer	2000 Westchester Avenue White Plains, NY 10650
William K. Tell, Jr.	Senior Vice President	2000 Westchester Avenue White Plains, NY 10650
Stephen M. Turner	Senior Vice President & General Counsel	2000 Westchester Avenue White Plains, NY 10650
Elton G. Yates	Senior Vice President	2000 Westchester Avenue White Plains, NY 10650
John D. Ambler	Vice President	2000 Westchester Avenue White Plains, NY 10650
J. Donald Annett	Vice President	1050 17th Street, NW Suite 500 Washington, D. C. 20036
Peter I. Bijur	Vice President	2000 Westchester Avenue White Plains, NY 10650
C. Robert Black	Vice President	150 Alhambra Circle Coral Gables, FL 33134
Ralph S. Cunningham	Vice President	3040 Post Oak Boulevard Houston, TX 77056
Carl B. Davidson	Vice President & Secretary	2000 Westchester Avenue White Plains, NY 10650

<u>Name</u>	<u>Office</u>	<u>Address</u>
David C. Crikelair	Vice President	2000 Westchester Avenue White Plains, NY 10650
Richard R. Dickinson	Vice President	2000 Westchester Avenue White Plains, NY 10650
William P. Doyle	Vice President	2000 Westchester Avenue White Plains, NY 10650
Earl L. Johnson	Vice President	2000 Westchester Avenue White Plains, NY 10650
Donald H. Schmude	Vice President	1111 Bagby Street Houston, TX 77002
Elizabeth P. Smith	Vice President	2000 Westchester Avenue White Plains, NY 10650
Glenn F. Tilton **	Vice President	On Leave of Absence
Michael N. Ambler	General Tax Counsel	2000 Westchester Avenue White Plains, NY 10650
R. W. Ulrich	Treasurer	2000 Westchester Avenue White Plains, NY 10650
Patrick J. Lynch	Vice President & Comptroller	2000 Westchester Avenue White Plains, NY 10650
G. M. Holston	Assistant Secretary & Assistant Treasurer	2000 Westchester Avenue White Plains, NY 10650
R. R. Bray *	Assistant Secretary	1437 South Boulder Avenue Tulsa, OK 74119-3609
Joy K. Burnett	Assistant Secretary	4601 DTC Boulevard Denver, CO 80237
Norma M. Cavanaugh	Assistant Secretary	2000 Westchester Avenue White Plains, NY 10650
T. F. Clarke *	Assistant Secretary	10 Universal City Plaza Universal City, CA 91608
Pauline S. Cowart	Assistant Secretary	1111 Bagby Street Houston, TX 77002

<u>Name</u>	<u>Office</u>	<u>Address</u>
Catherine Doherty	Assistant Secretary	2000 Westchester Avenue White Plains, NY 10650
L. N. Elsen	Assistant Secretary	400 Poydras Street New Orleans, LA 70130
S. C. Friend, Jr.	Assistant Secretary	400 Poydras Street New Orleans, LA 70130
J. B. Gilman, Jr.	Assistant Secretary	1111 Bagby Street Houston, TX 77002
T. O. Hemming	Assistant Secretary	10 Universal City Plaza Universal City, CA 91608
R. E. Hopkins	Assistant Secretary	1437 South Boulder Avenue Tulsa, OK 74119-3609
R. E. Koch	Assistant Secretary	2000 Westchester Avenue White Plains, NY 10650
Elizabeth M. Laing	Assistant Secretary	150 Alhambra Circle Coral Gables, FL 33134
S. M. Mazoff	Assistant Secretary	10 Universal City Plaza Universal City, CA 91608
W. L. Soula	Assistant Secretary	1111 Bagby Street Houston, TX 77002
H. R. Woodard *	Assistant Secretary	1111 Bagby Street Houston, TX 77002
J. A. Hewitt	Senior Assistant Treasurer	2000 Westchester Avenue White Plains, NY 10650
J. D. Keough	Senior Assistant Treasurer	2000 Westchester Avenue White Plains, NY 10650
J. F. Link	Senior Assistant Treasurer	2000 Westchester Avenue White Plains, NY 10650
B. R. Ashley	Assistant Treasurer	1111 Bagby Street Houston, TX 77002
J. Wargo	Assistant Treasurer	150 Alhambra Circle Coral Gables, FL 33134

<u>Name</u>	<u>Office</u>	<u>Address</u>
P. M. Wissel	Assistant Treasurer	2000 Westchester Avenue White Plains, NY 10650
E. Celentano	Associate Comptroller	1111 Bagby Street Houston, TX 77002
G. H. Eaton	Assistant Comptroller	2000 Westchester Avenue White Plains, NY 10650
D. D. Kovalski	Assistant Comptroller	2000 Westchester Avenue White Plains, NY 10650
J. E. McNally	Assistant Comptroller	2000 Westchester Avenue White Plains, NY 10650
R. S. Shelton	Assistant Comptroller	1111 Bagby Street Houston, TX 770
J. V. Woolly	Assistant Comptroller	1111 Bagby Street Houston, TX 77002

* Authority Limited to Tax Matters

** On Leave of Absence

JAL: 2/1/92; 2/20/92

Filing Fee \$15.00

To be filed annually between
January 1st and March 1st

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RHODE ISLAND 02903

SS

Corporate ID 0025175

Annual Report for the year 1991

FIRST: The name of the corporation is Texaco Inc.

SECOND: It is incorporated under the laws of Delaware

THIRD: Character of business, briefly stated, is Petroleum and its products.

FOURTH: If foreign corporation, address of its principal office 32 Loockerman Square, Suite L-100
Dover, DE 19901

FIFTH: Business address in Rhode Island Suite 3A, 101 Dyer Street
Providence, RI 02903

SIXTH: Names and addresses of its directors and officers:

(Attach rider if necessary)

Name

Office

Address (including number, street, zip code)

Director

SEE ATTACHED

Director

Director

President

Vice President

Secretary

Treasurer

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
350,000,000	Common	-	\$6.25
30,000,000	Preferred	Various	\$1.00

EIGHTH: Number of Shares issued:

No. of Shares	Class
---------------	-------

Series

Par Value
or statement that
shares are without
par value

Dated February 15, 19 91

TEXACO INC.

(Name of Corporation)

By

RE Hopkins

Title Assistant Secretary

(Report must be signed by an officer)

TEXACO INC.

List of Directors and Officers

<u>Name</u>	<u>Office</u>	<u>Address</u>
James W. Kinnear	President, Chief Executive Officer & Director	2000 Westchester Avenue White Plains, NY 10650
Alfred C. DeCrane, Jr.	Chairman of the Board of Directors	2000 Westchester Avenue White Plains, NY 10650
Robert A. Beck	Director	Prudential Plaza Newark, NJ 07101
John Brademas	Director	70 Washington Square South New York, NY 10012
Willard C. Butcher	Director	One Chase Manhattan Plaza New York, NY 10081
Frank T. Cary	Director	2000 Purchase Street Purchase, NY 10577
William J. Crowe, Jr.	Director	The Pentagon, Room 2E964 Washington, D. C. 20318
John K. McKinley	Director	One Canterbury Green Stamford, CT 06901
Thomas S. Murphy	Director	24 East 51 Street New York, NY 10022
George Parker, Jr.	Director	1111 Alamo National Bldg. San Antonio, TX 78205
Charles H. Price	Director	Price Investments, Inc. One West Armour Blvd. Suite 300 Kansas City, MO 64111
Robert V. Roosa	Director	59 Wall Street New York, NY 10005
Thomas A. Vanderslice	Director	330 Billerica Road Chelmsford, MA 01824

<u>Name</u>	<u>Office</u>	<u>Address</u>
L. Stanton Williams	Director	One PPG Place Pittsburg, PA 15272
William Wrigley	Director	410 North Michigan Ave. Chicago, IL 60611
William S. Barrack, Jr.	Senior Vice President	2000 Westchester Avenue White Plains, NY 10650
James L. Dunlap	Senior Vice President	1111 Bagby Street Houston, TX 77002
Allen J. Krowe	Senior Vice President & Chief Financial Officer	2000 Westchester Avenue White Plains, NY 10650
William K. Tell, Jr.	Senior Vice President	2000 Westchester Avenue White Plains, NY 10650
Stephen M. Turner	Senior Vice President & General Counsel	2000 Westchester Avenue White Plains, NY 10650
Elton G. Yates	Senior Vice President	2000 Westchester Avenue White Plains, NY 10650
John D. Ambler	Vice President	2000 Westchester Avenue White Plains, NY 10650
J. Donald Annett	Vice President	1050 17th Street, NW Suite 500 Washington, D. C. 20036
Peter I. Bijur **	Vice President	On Leave of Absence
C. Robert Black	Vice President	150 Alhambra Circle Coral Gables, FL 33134
R. S. Cunningham	Vice President	3040 Post Oak Boulevard Houston, TX 77056
Carl B. Davidson	Vice President & Secretary	2000 Westchester Avenue White Plains, NY 10650
Richard R. Dickinson	Vice President	2000 Westchester Avenue White Plains, NY 10650
William P. Doyle	Vice President	2000 Westchester Avenue White Plains, NY 10650

<u>Name</u>	<u>Office</u>	<u>Address</u>
E. L. Johnson	Vice President	2000 Westchester Avenue White Plains, NY 10650
Glenn F. Tilton	Vice President	1111 Bagby Street Houston, TX 77002
M. N. Ambler	General Tax Counsel	2000 Westchester Avenue White Plains, NY 10650
D. C. Crikelair	Treasurer	2000 Westchester Avenue White Plains, NY 10650
P. J. Lynch	Comptroller	2000 Westchester Avenue White Plains, NY 10650
G. M. Holston	Assistant Secretary & Assistant Treasurer	2000 Westchester Avenue White Plains, NY 10650
Joy K. Burnett	Assistant Secretary	4601 DTC Boulevard Denver, CO 80237
Norma P. Cavanaugh	Assistant Secretary	2000 Westchester Avenue White Plains, NY 10650
Pauline S. Cowart	Assistant Secretary	1111 Bagby Street Houston, TX 77002
Catherine Doherty	Assistant Secretary	2000 Westchester Avenue White Plains, NY 10650
L. N. Elsen	Assistant Secretary	400 Poydras Street New Orleans, LA 70130
S. C. Friend, Jr.	Assistant Secretary	400 Poydras Street New Orleans, LA 70130
J. B. Gilman, Jr.	Assistant Secretary	1111 Bagby Street Houston, TX 77002
T. O. Hemming	Assistant Secretary	10 Universal City Plaza Universal City, CA 91608
R. E. Hopkins	Assistant Secretary	1437 South Boulder Avenue Tulsa, OK 74119
R. E. Koch	Assistant Secretary	2000 Westchester Avenue White Plains, NY 10650

<u>Name</u>	<u>Office</u>	<u>Address</u>
Elizabeth M. Laing	Assistant Secretary	150 Alhambra Circle Coral Gables, FL 33134
S. M. Mazoff	Assistant Secretary	10 Universal City Plaza Universal City, CA 91608
W. L. Soula	Assistant Secretary	1111 Bagby Street Houston, TX 77002
R. W. Ulrich	Deputy Treasurer	2000 Westchester Avenue White Plains, NY 10650
J. A. Hewitt	Senior Assistant Treasurer	2000 Westchester Avenue White Plains, NY 10650
J. D. Keough	Senior Assistant Treasurer	2000 Westchester Avenue White Plains, NY 10650
B. R. Ashley	Assistant Treasurer	1111 Bagby Street Houston, TX 77002
J. F. Link	Assistant Treasurer	2000 Westchester Avenue White Plains, NY 10650
J. Wargo	Assistant Treasurer	150 Alhambra Circle Coral Gables, FL 33134
P. M. Wissel	Assistant Treasurer	2000 Westchester Avenue White Plains, NY 10650
E. Celentano	Associate Comptroller	1111 Bagby Street Houston, TX 77002
G. H. Eaton	Assistant Comptroller	2000 Westchester Avenue White Plains, NY 10650
D. D. Kovaleski	Assistant Comptroller	2000 Westchester Avenue White Plains, NY 10650
R. S. Shelton	Assistant Comptroller	1111 Bagby Street Houston, TX 77002
J. V. Woolly	Assistant Comptroller	1111 Bagby Street Houston, TX 77002
** On Leave of Absence		

TEXACO INC.
RHODE ISLAND ANNUAL REPORT
For the Year 1991
Number of Shares Issued

<u>No. of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value</u>
274,293,417	Common	-	\$6.25
831,333	Preferred	B	\$1.00
5,335,000	Preferred	C	\$1.00
3,814	Preferred	E	\$1.00
68,000	Preferred	F	\$1.00

Filing Fee \$15.00

To be filed annually between
January 1st and March 1st

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
270 WESTMINSTER MALL
PROVIDENCE, RHODE ISLAND 02903

AT

Corporate ID 0025175

Annual Report for the year 1990

FIRST: The name of the corporation is TEXACO INC.

SECOND: It is incorporated under the laws of Delaware

THIRD: Character of business, briefly stated, is Petroleum and its products.

FOURTH: If foreign corporation, address of its principal office 32 Loockerman Square, Suite L-100,
Dover, DE 19901

FIFTH: Business address in Rhode Island Suite 3A, 101 Dyer Street
Providence, RI 02903

SIXTH: Names and addresses of its directors and officers:

(Attach rider if necessary)

Name

Office

Address (including number, street, zip code)

Director

SEE ATTACHED

Director

Director

President

Vice President

Secretary

Treasurer

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
350,000,000	Common	-	\$6.25
30,000,000	Preferred	Various	\$1.00

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
274,293,417	Common	-	\$6.25
833,333	Preferred	B	\$1.00
5,335,000	Preferred	C	\$1.00
4,000	Preferred	E	\$4.00

Dated February 15, 1990

TEXACO INC.

(Name of Corporation)

By

REH

(Report must be signed by an officer)

Title Assistant Secretary

TEXACO INC.

List of Directors and Officers

<u>Name</u>	<u>Office</u>	<u>Address</u>
James W. Kinnear	President, Chief Executive Officer & Director	2000 Westchester Avenue White Plains, NY 10650
Alfred C. DeCrane, Jr.	Chairman of the Board of Directors & Director	2000 Westchester Avenue White Plains, NY 10650
Robert A. Beck	Director	Prudential Plaza Newark, NJ 07101
John Brademas	Director	70 Washington Square South New York, NY 10012
Willard C. Butcher	Director	One Chase Manhattan Plaza New York, NY 10081
Frank T. Cary	Director	2000 Purchase Street Purchase, NY 10577
The Earl of Granard	Director	Maison Manod 11 rue Louis de Savoie Morjes (Vaud), Switzerland
John K. McKinley	Director	Tuscaloosa, AL
Thomas S. Murphy	Director	24 East 51 Street New York, NY 10022
George Parker, Jr.	Director	1111 Alamo National Bldg. San Antonio, TX 78205
Charles H. Price, II	Director	Price Investments, Inc. One West Armour Blvd. Suite 300 Kansas City, MO 64111
Robert V. Roosa	Director	59 Wall Street New York, NY 10005
William J. Crowe, Jr.	Director	The Pentagon, Room 2E964 Washington, D. C. 20318

<u>Name</u>	<u>Office</u>	<u>Address</u>
Thomas A. Vanderslice	Director	330 Billerica Road Chelmsford, MA 01824
L. Stanton Williams	Director	One PPG Place Pittsburg, PA 15272
William S. Barrack, Jr.	Senior Vice President	2000 Westchester Avenue White Plains, NY 10650
James L. Dunlap	Senior Vice President	1111 Rusk Street Houston, TX 77002
Paul B. Hicks, Jr.	Senior Vice President	2000 Westchester Avenue White Plains, NY 10650
Allen J. Krowe	Senior Vice President & Chief Financial Officer	2000 Westchester Avenue White Plains, NY 10650
Willis B. Reals	Senior Vice President	4800 Fournace Place Bellaire, TX 77401
William K. Tell, Jr.	Senior Vice President	2000 Westchester Avenue White Plains, NY 10650
Stephen M. Turner	Senior Vice President & General Counsel	2000 Westchester Avenue White Plains, NY 10650
William C. Weitzel, Jr.	Senior Vice President	2000 Westchester Avenue White Plains, NY 10650
Elton G. Yates	Senior Vice President	2000 Westchester Avenue White Plains, NY 10650
John D. Ambler	Vice President	2000 Westchester Avenue White Plains, NY 10650
J. Donald Annett	Vice President	1050 17th Street, NW Suite 500 Washington, D. C. 20036
Peter I. Bijur	Vice President	On Leave of Absence
C. Robert Black	Vice President	150 Alhambra Circle Coral Gables, FL 33134
Carl B. Davidson	Vice President & Secretary	2000 Westchester Avenue White Plains, NY 10650

<u>Name</u>	<u>Office</u>	<u>Address</u>
Richard R. Dickinson	Vice President	2000 Westchester Avenue White Plains, NY 10650
E. L. Johnson	Vice President	2000 Westchester Avenue White Plains, NY 10650
Gerald F. Rome	Vice President	1111 Rusk Street Houston, TX 77002
Glenn F. Tilton	Vice President	1111 Rusk Street Houston, TX 77002
Robert S. Bevan	General Tax Counsel	2000 Westchester Avenue White Plains, NY 10650
D. C. Crikelair	Treasurer	2000 Westchester Avenue White Plains, NY 10650
P. J. Lynch	Comptroller	2000 Westchester Avenue White Plains, NY 10650
R. C. Gross	Assistant Secretary & Assistant Treasurer	2000 Westchester Avenue White Plains, NY 10650
G. M. Holston	Assistant Secretary & Assistant Treasurer	2000 Westchester Avenue White Plains, NY 10650
M. A. Akiyama	Assistant Secretary	10 Universal City Plaza Universal City, CA 91608
Joy K. Burnett	Assistant Secretary	4601 DTC Boulevard Denver, CO 80237
Pauline S. Cowart	Assistant Secretary	1111 Rusk Street Houston, TX 77002
Catherine Doherty	Assistant Secretary	2000 Westchester Avenue White Plains, NY 10650
L. N. Elsen	Assistant Secretary	400 Poydras Street New Orleans, LA 70130
S. C. Friend, Jr.	Assistant Secretary	400 Poydras Street New Orleans, LA 70130
J. B. Gilman, Jr.	Assistant Secretary	1111 Rusk Street Houston, TX 77002
R. E. Hopkins	Assistant Secretary	1437 South Boulder Avenue Tulsa, OK 74119

<u>Name</u>	<u>Office</u>	<u>Address</u>
R. E. Koch	Assistant Secretary	2000 Westchester Avenue White Plains, NY 10650
Elizabeth M. Laing	Assistant Secretary	150 Alhambra Circle Coral Gables, FL 33134
M. Barbara McConnell	Assistant Secretary	2000 Westchester Avenue White Plains, NY 10650
S. M. Mazoff	Assistant Secretary	10 Universal City Plaza Universal City, CA 91608
W. L. Soula	Assistant Secretary	1111 Rusk Street Houston, TX 77002
R. W. Ulrich	Deputy Treasurer	2000 Westchester Avenue White Plains, NY 10650
J. A. Hewitt	Senior Assistant Treasurer	2000 Westchester Avenue White Plains, NY 10650
J. D. Keough	Senior Assistant Treasurer	2000 Westchester Avenue White Plains, NY 10650
B. R. Ashley	Assistant Treasurer	2000 Westchester Avenue White Plains, NY 10650
J. F. Link	Assistant Treasurer	2000 Westchester Avenue White Plains, NY 10650
J. Wargo	Assistant Treasurer	150 Alhambra Circle Coral Gables, FL 33134
E. Celentano	Associate Comptroller	2000 Westchester Avenue White Plains, NY 10650
G. H. Eaton	Assistant Comptroller	2000 Westchester Avenue White Plains, NY 10650
D. D. Kovalski	Assistant Comptroller	2000 Westchester Avenue White Plains, NY 10650
R. S. Shelton	Assistant Comptroller	1111 Rusk Street Houston, TX 77002
J. V. Woolly	Assistant Comptroller	1111 Rusk Street Houston, TX 77002

01/01/90

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 0025175

Annual Report for the year 1989

FIRST: The name of the corporation is Texaco Inc.

SECOND: It is incorporated under the laws of Delaware

THIRD: Character of business, briefly stated, is Petroleum and its products

FOURTH: If foreign corporation, address of its principal office 229 South State Street
Dover, Delaware 19901FIFTH: Business address in Rhode Island Suite 3A, 101 Dyer Street
Providence, RI 02903

SIXTH: Names and addresses of its directors and officers:

(Attach rider if necessary)

Name

Office

Address (including number, street, zip code)

Director

Director

Director

President

Vice President

Secretary

Treasurer

SEE
ATTACHEDSEE
ATTACHED

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
350,000,000	Common	--	\$6.25
21,166,667	Preferred	--	1.00
8,833,333	Preferred	A&B	1.00

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
274,293,417	Common	--	\$6.25
833,333	Preferred	B	1.00

Dated March 15, 1989

Texaco Inc.

(Name of Corporation)

By

Title Assistant Secretary

(Report must be signed by an officer)

TEXACO INC.

Officers and Directors List

BOARD OF DIRECTORS

Robert A. Beck	Newark
Willard C. Butcher	New York
Frank T. Cary	Purchase
Alfred C. DeCrane, Jr.	Harrison
The Earl of Granard	Montreux, Switzerland
James W. Kinnear	Harrison
John K. McKinley	Tuscaloosa
Thomas S. Murphy	New York
L. Stanton Williams	Pennsylvania
George Parker, Jr.	San Antonio
Lorene L. Rogers	Austin
Robert V. Roosa	New York
Thomas A. Vanderslice	Chelmsford
William Wrigley	
John Brademas	

EXECUTIVE COMMITTEE

Alfred C. DeCrane, Jr., Chairman	Harrison
Willard C. Butcher	New York
James W. Kinnear	Harrison
John K. McKinley	Tuscaloosa
Thomas S. Murphy	New York
George Parker, Jr.	San Antonio
Robert V. Roosa	New York

SECRETARY FOR EXECUTIVE COMMITTEE

Carl B. Davidson	Harrison
------------------	----------

TEXACO INC. (Continued)

OFFICERS

James W. Kinnear	President and Chief Executive Officer	Harrison
Alfred C. DeCrane, Jr.	Chairman of the Board of Directors	Harrison
William S. Barrack, Jr.	Senior Vice President	Harrison
James L. Dunlap	Senior Vice President	Houston
Paul B. Hicks, Jr.	Senior Vice President	Harrison
Willis B. Reals	Senior Vice President	Houston
Allen J. Krowe	Senior Vice President & Chief Financial Officer	
William K. Tell, Jr.	Senior Vice President	Harrison
E. G. Yates	Senior Vice President	Harrison
William C. Weitzel, Jr.	Senior Vice President and General Counsel	Harrison
John D. Ambler	Vice President	**
Peter I. Bijur	Vice President	**
C. R. Black	Vice President	Coral Gables
Carl B. Davidson	Vice President and Secretary	Harrison
Richard R. Dickinson	Vice President	Harrison
Gerald F. Rome	Vice President	Houston
E. L. Johnson	Vice President	Harrison
D. C. Crikelair	Treasurer	Harrison
P. J. Lynch	Comptroller	Harrison
Robert S. Bevan	General Tax Counsel	Harrison
R. C. Gross	Assistant Secretary and Assistant Treasurer	Harrison
M. A. Akiyama	Assistant Secretary	
Pauline S. Cowart	Assistant Secretary	Houston

**On leave of Absence

TEXACO INC. (Continued)

Catherine Doherty	Assistant Secretary	Harrison
L. N. Elsen	Assistant Secretary	New Orleans
S. C. Friend, Jr.	Assistant Secretary	New Orleans
J. B. Gilman, Jr.	Assistant Secretary	Houston
R. E. Koch	Assistant Secretary	Harrison
Elizabeth M. Laing	Assistant Secretary	Coral Gables
S. M. Mazoff	Assistant Secretary	Los Angeles
Barbara McConnell	Assistant Secretary	Harrison
D. B. Pope	Assistant Secretary	Midland
W. L. Soula	Assistant Secretary	Houston
Joy K. Burnett	Assistant Secretary	Denver
R. E. Hopkins	Assistant Secretary	Tulsa
R. W. Ulrich	Deputy Treasurer	Harrison
J. A. Hewitt	Senior Assistant Treasurer	Harrison
J. D. Keough	Senior Assistant Treasurer	Harrison
B. R. Ashley	Assistant Treasurer	Harrison
M. V. Carlucci	Assistant Treasurer	Harrison
G. M. Holston	Assistant Treasurer	Harrison
J. Wargo	Assistant Treasurer	Harrison
J. F. Link	Assistant Treasurer	Harrison
E. Celentano	Associate Comptroller	Harrison
G. H. Eaton	Assistant Comptroller	Harrison
J. S. Keil	Assistant Comptroller	Harrison
D. D. Kovaleski	Assistant Comptroller	Harrison
R. S. Shelton	Assistant Comptroller	Houston
J. V. Woolly	Assistant Comptroller	Houston

March 15, 1989

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
270 WESTMINSTER MALL
PROVIDENCE, RHODE ISLAND 02903

D.P.

Corporate ID 25175 Annual Report for the year 1988

FIRST: The name of the corporation is TEXACO INC.

SECOND: It is incorporated under the laws of Delaware

THIRD: Character of business, briefly stated, is Petroleum and its products

FOURTH: If foreign corporation, address of its principal office

229 South State St. Dover, DE 19901

FIFTH: Business address in Rhode Island

Suite 3A, 101 Dyer St., Providence, RI 02903

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name

Office

Address (including number, street, zip code)

Director

Director

Director

President

Vice President

Secretary

Treasurer

SEE
ATTACHED

SEVENTH: Number of Shares authorized:

No. of Shares
350,000,000
30,000,000

Class
Common
Preferred

Series
--
--

Par Value
or statement that
shares are without
par value
\$6.25
\$1.00

EIGHTH: Number of Shares issued:

No. of Shares
274,293,417
-0-

Class
Common
Preferred

Par Value
or statement that
shares are without
par value
\$6.25
\$1.00

PAID
MAR 03 1988
SECY OF STATE

Dated February 17, 19 88

TEXACO INC.
(Name of Corporation)

By

[Signature]

(Report must be signed by an officer)

Title Assistant Secretary

TEXACO INC.

List of Directors and Officers

<u>Name</u>	<u>Office</u>	<u>Address</u>
James W. Kinnear	President & Chief Executive Officer & Director	2000 Westchester Avenue White Plains, NY 10650
Alfred C. DeCrane, Jr.	Chairman of the Board of Directors & Director	2000 Westchester Avenue White Plains, NY 10650
Robert A. Beck	Director	Prudential Plaza Newark, NY 07101
Willard C. Butcher	Director	One Chase Manhattan Plaza New York, NY 10081
Frank T. Cary	Director	2000 Purchase St. Purchase, NY 10577
The Earl of Granard	Director	Maison Manod 11 rue Louis de Savoie Morjes (Vaud), Switzerland
Elvis L. Mason	Director	2121 San Jacinto Suite 1933, Lock Box #66 Dallas, TX 21201
John K. McKinley	Director	2000 Westchester Avenue White Plains, NY 10650
Thomas S. Murphy	Director	24 East 51 Street New York, NY 10022
George Parker, Jr.	Director	1111 Alamo National Bldg. San Antonio, TX 78205
Lorene L. Rogers	Director	4 Nob Hill Circle Austin, TX 78746
Robert V. Roosa	Director	59 Wall Street New York, NY 10005
Thomas A. Vanderslice	Director	330 Billerica Rd. Chelmsford, MA 01824

<u>Name</u>	<u>Office</u>	<u>Address</u>
William S. Barrack, Jr.	Senior Vice President	2000 Westchester Avenue White Plains, NY 10650
R. G. Brinkman	Senior Vice President & Chief Financial Officer	2000 Westchester Avenue White Plains, NY 10650
James L. Dunlap	Senior Vice President	1111 Rusk Street Houston, TX 77002
Paul B. Hicks, Jr.	Senior Vice President	2000 Westchester Avenue White Plains, NY 10650
Willis B. Reals	Senior Vice President	4800 Fournace Place Bellaire, TX 77401
R. M. Routhier	Senior Vice President	1111 Rusk Street Houston, TX 77002
William K. Tell, Jr.	Senior Vice President	2000 Westchester Avenue White Plains, NY 10650
W. C. Weitzel, Jr.	Senior Vice President & General Counsel	2000 Westchester Avenue White Plains, NY 10650
E. G. Yates	Senior Vice President	150 Alhambra Circle Coral Gables, FL 33134
John D. Ambler	Vice President	On Leave of Absence
P. I. Bijur	Vice President	On Leave of Absence
C. Robert Black	Vice President	2000 Westchester Avenue White Plains, NY 10650
Richard R. Dickinson	Vice President	1111 Rusk Street Houston, TX 77002
G. F. Rome	Vice President	1111 Rusk Street Houston, TX 77002
E. L. Johnson	Vice-President	2000 Westchester Avenue White Plains, NY 10650

<u>Name</u>	<u>Office</u>	<u>Address</u>
C. B. Davidson	Vice President & Secretary	2000 Westchester Avenue White Plains, NY 10650
R. S. Bevan	General Tax Counsel	2000 Westchester Avenue White Plains, NY 10650
D. C. Crikelair	Treasurer	2000 Westchester Avenue White Plains, NY 10650
A. J. Bradford	Comptroller	2000 Westchester Avenue White Plains, NY 10650
R. C. Gross	Assistant Secretary & Assistant Treasurer	2000 Westchester Avenue White Plains, NY 10650
Pauline S. Cowart	Assistant Secretary	1111 Rusk Street Houston, TX 77002
Catherine Doherty	Assistant Secretary	2000 Westchester Avenue White Plains, NY 10650
L. N. Elsen	Assistant Secretary	400 Poydras New Orleans, LA 70130
S. C. Friend, Jr.	Assistant Secretary	400 Poydras New Orleans, LA 70130
J. B. Gilman, Jr.	Assistant Secretary	1111 Rusk Street Houston, TX 77002
R. E. Koch	Assistant Secretary	2000 Westchester Avenue White Plains, NY 10650
E. M. Laing	Assistant Secretary	150 Alhambra Circle Coral Gables, FL 33134
M. Barbara McConnell	Assistant Secretary	2000 Westchester Avenue White Plains, NY 10650
S. M. Mazoff	Assistant Secretary	10 Universal City Plaza Universal City, CA 91068

<u>Name</u>	<u>Office</u>	<u>Address</u>
M. A. Messmer	Assistant Secretary	10 Universal City Plaza Universal City, CA 91068
W. L. Soula	Assistant Secretary	1111 Rusk Street Houston, TX 77002
P. J. Lynch	Deputy Treasurer	2000 Westchester Avenue White Plains, NY 10650
J. A. Hewitt	Senior Assistant Treasurer	2000 Westchester Avenue White Plains, NY 10650
J. D. Keough	Senior Assistant Treasurer	2000 Westchester Avenue White Plains, NY 10650
B. R. Ashley	Assistant Treasurer	2000 Westchester Avenue White Plains, NY 10650
M. V. Carlucci	Assistant Treasurer	2000 Westchester Avenue White Plains, NY 10650
G. M. Holston	Assistant Treasurer	2000 Westchester Avenue White Plains, NY 10650
Joseph Wargo	Assistant Treasurer	150 Alhambra Circle Coral Gables, FL 33134
R. W. Ulrich	Deputy Comptroller	2000 Westchester Avenue White Plains, NY 10650
E. Celentano	Associate Comptroller	2000 Westchester Avenue White Plains, NY 10650
R. C. Oelkers	Associate Comptroller	1111 Rusk Street Houston, TX 77002
A. D'Antonio	Assistant Comptroller	2000 Westchester Avenue White Plains, NY 10650
G. H. Eaton	Assistant Comptroller	2000 Westchester Avenue White Plains, NY 10650
J. S. Keil	Assistant Comptroller	1111 Rusk Street Houston, TX 77002

<u>Name</u>	<u>Office</u>	<u>Address</u>
D. D. Kovalski	Assistant Comptroller	2000 Westchester Avenue White Plains, NY 10650
R. S. Shelton	Assistant Comptroller	1111 Rusk Street Houston, TX 77002
J. V. Woolly	Assistant Comptroller	1111 Rusk Street Houston, TX 77002

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
270 WESTMINSTER MALL
PROVIDENCE, RHODE ISLAND 02903

Corporate ID.....25175.....

Annual Report for the year.....1987.....

FIRST: The name of the corporation is.....Texaco Inc.....

SECOND: It is incorporated under the laws of.....Delaware.....

THIRD: Character of business, briefly stated, is.....Petroleum and its products.....

FOURTH: If foreign corporation, address of its principal office.....

.....229 South State St., Dover, DE 19901.....

FIFTH: Business address in Rhode Island.....

.....Suite 3A, 101 Dyer St., Providence, RI 02903.....

SIXTH: Names and addresses of its directors and officers:

(Attach rider if necessary)

Name

Office

Address (including number, street, zip code)

.....Director.....

.....Director.....

.....Director.....

.....President.....

.....Vice President.....

.....Secretary.....

.....Treasurer.....

**SEE
ATTACHED**

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series
350,000,000	Common	--
30,000,000	Preferred	--

APR 22 1987

Par Value or statement that shares are without par value
\$6.25
\$1.00

PAID

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series
274,293,417	Common	--
-0-	Preferred	--

MAR 3 1987
SECY OF STATE

Par Value or statement that shares are without par value
\$6.25
\$1.00

Dated February 26 19 87

TEXACO INC.

(Name of Corporation)

By

(Report must be signed by an officer)

Title Assistant Secretary

Form Approved

TEXACO Inc.

P. O. BOX 4582, ATLANTA, GEORGIA 30302

Names and Post Office Addresses of the Officers are:

James W. Kinnear	President & Chief Executive Officer	2000 Westchester Ave. White Plains, N. Y. 10650
Alfred C. DeCrane, Jr.	Chairman of the Board of Directors	2000 Westchester Ave. White Plains, N. Y. 10650
William S. Barrack, Jr.	Senior Vice President	2000 Westchester Ave. White Plains, N. Y. 10650
Richard G. Brinkman	Senior Vice President & Chief Fin. Officer	2000 Westchester Ave. White Plains, N. Y. 10650
Paul B. Hicks, Jr.	Senior Vice President	2000 Westchester Ave. White Plains, N. Y. 10650
Robert R. McCall	Senior Vice President	1111 Rusk Street Houston, Texas 77002
Willis B. Reals	Senior Vice President	4800 Fournage Place Bellaire, Texas 77401
Roland M. Routhier	Senior Vice President	1111 Rusk Street Houston, Texas 77002
William K. Tell, Jr.	Senior Vice President	2000 Westchester Ave. White Plains, N. Y. 10650
William C. Weitzel, Jr.	Senior Vice President and General Counsel	2000 Westchester Ave. White Plains, N. Y. 10650
Elton G. Yates	Senior Vice President	2121 Ponce de Leon Blvd. Coral Gables, FL 33134
John D. Ambler	Vice President	2121 Ponce de Leon Blvd. Coral Gables, FL 33134
Peter J. Bijur	Vice President	2000 Westchester Ave. White Plains, N. Y. 10650
C. Robert Black	Vice President	2000 Westchester Ave. White Plains, N. Y. 10650
Richard R. Dickinson	Vice President	1111 Rusk Street Houston, Texas 77002
James L. Dunlap	Vice President	1111 Rusk Street Houston, Texas 77002
E. L. Johnson	Vice President	1111 Rusk Street Houston, Texas 77002
Gerald F. Rome	Vice President	1111 Rusk Street Houston, Texas 77002

* * On leave of absence

* Denotes change, addition or deletion

TEXACO Inc.

P. O. BOX 4582, ATLANTA, GEORGIA 30302

Names and Post Office Addresses of the Officers are:

(Continued)

Carl B. Davidson	Secretary	2000 Westchester Ave. White Plains, N. Y. 10650
D. C. Crikelair	Treasurer	2000 Westchester Ave. White Plains, N. Y. 10650
A. J. Bradford	Comptroller	2000 Westchester Ave. White Plains, N. Y. 10650
Robert S. Bevan	General Tax Counsel	2000 Westchester Ave. White Plains, N. Y. 10650
R. C. Gross	Asst. Secretary & Asst. Treasurer	2000 Westchester Ave. White Plains, N. Y. 10650
Joy K. Burnett	Asst. Secretary	1570 Grant Street Denver, Colorado 80203
P. S. Cowart	Assistant Secretary	1111 Rusk Street Houston, TX 77002
L. N. Elsen	Asst. Secretary	400 Poydras Street New Orleans, La. 70130
S. C. Friend, Jr.	Asst. Secretary	400 Poydras Street New Orleans, La. 70130
R. E. Koch	Asst. Secretary	2000 Westchester Ave. White Plains, N.Y. 10650
Elizabeth M. Laing	Asst. Secretary	2121 Ponce de Leon Blvd. Coral Gables, Fla. 33134
Rita Ravera	Asst. Secretary	2000 Westchester Ave. White Plains, N. Y. 10650
W. L. Soula	Asst. Secretary	One Allen Center 500 Dallas Street Houston, Texas 77002
J. B. Gilman	Asst. Secretary	1111 Rusk Street Houston, Texas 77002
S. M. Mazoff	Asst. Secretary	10 Universal City Plaza Los Angeles, CA 91608
W. J. Tierney	Asst. Secretary	2000 Westchester Ave. White Plains, N. Y. 10650
P. J. Lynch	Deputy Treasurer	2000 Westchester Ave. White Plains, N. Y. 10650
J. A. Hewitt	Senior Asst. Treasurer	2000 Westchester Ave. White Plains, N. Y. 10650

* * On leave of absence

* Denotes change, addition or deletion

TEXACO Inc.

P. O. BOX 4582, ATLANTA, GEORGIA 30302

Names and Post Office Addresses of the Officers are: (Continued)

J. D. Keough	Senior Asst. Treasurer	2000 Westchester Ave. White Plains, N. Y. 10650
B. R. Ashley	Asst. Treasurer	2000 Westchester Ave. White Plains, N. Y. 10650
M. V. Carlucci	Asst. Treasurer	2000 Westchester Ave. White Plains, N. Y. 10650
G. M. Holston	Asst. Treasurer	2000 Westchester Ave. White Plains, N. Y. 10650
J. Wargo	Asst. Treasurer	2121 Ponce de Leon Blvd. Coral Gables, Fla. 33134
R. W. Ulrich	Assoc. Comptroller	2000 Westchester Ave. White Plains, N. Y. 10650
E. Celentano	Asst. Comptroller	2000 Westchester Ave. White Plains, N. Y. 10650
A. D'Antonio	Asst. Comptroller	2000 Westchester Ave. White Plains, N. Y. 10650
G. H. Eaton	Asst. Comptroller	2000 Westchester Ave. White Plains, N. Y. 10650
D. D. Kovalski	Asst. Comptroller	2000 Westchester Ave. White Plains, N. Y. 10650
R. C. Oelkers	Asst. Comptroller	1111 Rusk Street Houston, Texas 77002
R. S. Shelton	Asst. Comptroller	2000 Westchester Ave. White Plains, N. Y. 10650

* * On leave of absence

* Denotes change, addition or deletion

TEXACO Inc.

POST OFFICE BOX 4582, ATLANTA, GEORGIA 30302

Names and Post Office Addresses of the Directors are:

Robert A. Beck	Prudential Insurance Co. of America Prudential Plaza Newark, New Jersey 07101
Willard C. Butcher	Chase Manhattan Bank, N.A. 1 Chase Manhattan Plaza New York, New York 10081
Frank T. Cary	International Business Machines Corp. 2000 Purchase Street Purchase, New York 10577
(1) Alfred C. DeCrane, Jr.	2000 Westchester Avenue White Plains, New York 10650
The Earl of Granard	Maison Morod 11, Rue de Louie de Spvoie Morges (Vaud) Switzerland
(2) James W. Kinnear	2000 Westchester Avenue White Plains, New York 10650
(3) John K. McKinley	2000 Westchester Avenue White Plains, New York 10650
Elvis L. Mason	2121 San Jacinto Suite 1933, Lock Box #66 Dallas, Texas 75201
Thomas S. Murphy	Capital Cities/ABC 24 East 51st Street New York, New York 10022
George Parker, Jr.	1111 Alamo National Building San Antonio, Texas 78205
Lorene L. Rogers	4 Nob Hill Circle Austin, Texas 78746
Robert V. Roosa	Brown Brothers Harriman & Co. 59 Wall Street New York, New York 10005
Thomas A. Vanderslice	Apollo Computer Inc. 330 Billerica Road Chelmsford, MA 01824
William Wrigley	410 N. Michigan Avenue Chicago, Illinois 60611

- (1) President
- (2) Vice Chairman
- (3) Chairman of the Board of Directors

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
270 WESTMINSTER MALL
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 25175

Annual Report for the year 1986

FIRST: The name of the corporation is Texaco Inc.SECOND: It is incorporated under the laws of DelawareTHIRD: Character of business, briefly stated, is Petroleum and its products

FOURTH: If foreign corporation, address of its principal office

229 South State Street, Dover, Delaware 19901FIFTH: Business address in Rhode Island Suite 3-A, 101 Dyer StProvidence, RI 02903

SIXTH: Names and addresses of its directors and officers:

(Attach rider if necessary)

Name

Office

Address (including number, street, zip code)

List AttachedDirectorDirectorDirectorPresidentVice PresidentSecretaryTreasurer

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
350,000,000	Common	-	\$6.25
30,000,000	Preferred	-	1.00

PAID

MAR 26 1986

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
274,293,417	Common	-	\$6.25
0	Preferred	-	1.00

SECY OF STATE

Dated February 19 19 86

TEXACO Inc.

(Name of Corporation)

By AE/16chTitle Assistant Secretary

(Report must be signed by an officer)

Form Approved

TEXACO Inc.

P. O. BOX 4582, ATLANTA, GEORGIA 30302

Names and Post Office Addresses of the Officers are:

John K. McKinley	Chairman of the Board of Directors	2000 Westchester Ave. White Plains, N. Y. 10650
James W. Kinnear	Vice Chairman	2000 Westchester Ave. White Plains, N. Y. 10650
Alfred C. DeCrane, Jr.	President	2000 Westchester Ave. White Plains, N. Y. 10650
William S. Barrack, Jr.	Senior Vice President	2000 Westchester Ave. White Plains, N. Y. 10650
Robert R. McCall	Senior Vice President	1111 Rusk Street Houston, Texas 77002
Robert C. McCay	Senior Vice President	3350 Wilshire Blvd. Los Angeles, Calif. 90010
Willis B. Reals	Senior Vice President	2000 Westchester Ave. White Plains, N. Y. 10650
Roland M. Routhier	Senior Vice President	1111 Rusk Street Houston, Texas 77002
William K. Tell, Jr.	Senior Vice President	2000 Westchester Ave. White Plains, N. Y. 10650
William F. Weitzel, Jr.	Senior Vice President and General Counsel	2000 Westchester Ave. White Plains, N. Y. 10650
John D. Ambler	Vice President (on leave of absence)	1 Knightsbridge Green London SW1X 7QJ, England
Peter J. Bijur	Vice President	2000 Westchester Ave. White Plains, N. Y. 10650
C. Robert Black	Vice President	2000 Westchester Ave. White Plains, N. Y. 10650
Richard G. Brinkman	Vice President	2000 Westchester Ave. White Plains, N.Y. 10650
James A. Cole, Jr.	Vice President	2000 Westchester Ave. White Plains, N.Y. 10650
Richard R. Dickinson	Vice President	1111 Rusk Street Houston, Texas 77002
James L. Dunlap	Vice President (on leave of absence)	1 Knightsbridge Green London SW1X 7QJ, England
Ben C. Hayton	Vice President	4800 Fournace Place Bellaire, Texas 77401
Paul B. Hicks, Jr.	Vice President	2000 Westchester Ave. White Plains, N. Y. 10650
Gerald F. Rome	Vice President	1111 Rusk Street Houston, Texas 77002
F. Augustus Seamans	Vice President	4800 Fournace Place Bellaire, Texas 7740
James M. Seamans	Vice President	1111 Rusk Street Houston, Texas 77002

TEXACO Inc.

P. O. BOX 4582, ATLANTA, GEORGIA 30302

Names and Post Office Addresses of the Officers are: (Continued)

Travis L. Thompson	Vice President	3350 Wilshire Blvd. Los Angeles, Calif. 90010
Elton G. Yates	Vice President	2121 Ponce de Leon Blvd. Coral Gables, Fla. 33134
Carl B. Davidson	Secretary	2000 Westchester Ave. White Plains, N. Y. 10650
E. W. Wolahan	Treasurer	2000 Westchester Ave. White Plains, N. Y. 10650
A. J. Bradford	Comptroller	2000 Westchester Ave. White Plains, N. Y. 10650
Robert S. Bevan	General Tax Counsel	2000 Westchester Ave. White Plains, N. Y. 10650
R. C. Gross	Asst. Secretary & Asst. Treasurer	2000 Westchester Ave. White Plains, N. Y. 10650
Joy K. Burnett	Asst. Secretary	1570 Grant Street Denver, Colorado 80203
L. N. ^y Elsen	Asst. Secretary	400 Poydras Street New Orleans, La. 70130
W. D. Evans	Asst. Secretary	3350 Wilshire Blvd. Los Angeles, Calif. 90010
J. B. Gilman, Jr.	Asst. Secretary	1040 Kings Highway North Cherry Hill, N.J. 08002
R. E. Koch	Asst. Secretary	2000 Westchester Ave. White Plains, N.Y. 10650
Elizabeth M. Laing	Asst. Secretary	2121 Ponce de Leon Blvd. Coral Gables, Fla. 33134
Rita Ravera	Asst. Secretary	2000 Westchester Ave. White Plains, N. Y. 10650
W. L. Soula	Asst. Secretary	One Allen Center 500 Dallas Street Houston, Texas 77002

TEXACO Inc.

P. O. BOX 4582, ATLANTA, GEORGIA 30302

Names and Post Office Addresses of the Officers are: (Continued)

S. C. Friend, Jr.	Asst. Secretary	400 Poydras Street New Orleans, La. 70130
W. J. Tierney	Asst. Secretary	2000 Westchester Ave. White Plains, N. Y. 10650
L. V. Utke	Asst. Secretary	1040 Kings Highway North Cherry Hill, N.J. 08034
D. C. Crikelair	Senior Asst. Treasurer	2000 Westchester Ave. White Plains, N. Y. 10650
J. A. Hewitt	Senior Asst. Treasurer	2000 Westchester Ave. White Plains, N. Y. 10650
J. D. Keough	Senior Asst. Treasurer	2000 Westchester Ave. White Plains, N. Y. 10650
B. R. Ashley	Asst. Treasurer	2000 Westchester Ave. White Plains, N. Y. 10650
J. P. Curran	Asst. Treasurer	2000 Westchester Ave. White Plains, N.Y. 10650
G. M. Holston	Asst. Treasurer	2000 Westchester Ave. White Plains, N. Y. 10650
J. Wargo	Asst. Treasurer	2121 Ponce de Leon Blvd. Coral Gables, Fla. 33134
P. J. Lynch	Assoc. Comptroller	2000 Westchester Ave. White Plains, N. Y. 10650
R. W. Ulrich	Assoc. Comptroller	2000 Westchester Ave. White Plains, N. Y. 10650
E. Celentano	Asst. Comptroller	2000 Westchester Ave. White Plains, N. Y. 10650
A. D'Antonio	Asst. Comptroller	2000 Westchester Ave. White Plains, N. Y. 10650
G. H. Eaton	Asst. Comptroller	2000 Westchester Ave. White Plains, N. Y. 10650
D. D. Kovalski	Asst. Comptroller	2000 Westchester Ave. White Plains, N. Y. 10650
R. C. Oelkers	Asst. Comptroller	1111 Rusk Street Houston, Texas 77002
R. S. Shelton	Asst. Comptroller	2000 Westchester Ave. White Plains, N. Y. 10650

TEXACO Inc.

POST OFFICE BOX 4582, ATLANTA, GEORGIA 30302

Names and Post Office Addresses of the Directors are:

Robert A. Beck	Prudential Insurance Co. of America Prudential Plaza Newark, New Jersey 07101
Willard C. Butcher	Chase Manhattan Bank, N.A. 1 Chase Manhattan Plaza New York, New York 10081
Frank T. Cary	International Business Machines Corp. Old Orchard Road Armonk, New York 10504
(1) Alfred C. DeCrane, Jr.	2000 Westchester Avenue White Plains, New York 10650
The Earl of Granard	8, Rue Du Parc - Royal Paris 111, France
(2) James W. Kinnear	2000 Westchester Avenue White Plains, New York 10650
(3) John K. McKinley	2000 Westchester Avenue White Plains, New York 10650
Elvis L. Mason	Interfirst Corporation 1201 Elm Street First International Building Dallas, Texas 75270
Thomas S. Murphy	Capital Cities Communications, Inc. 24 East 51st Street New York, New York 10022
George Parker, Jr.	1111 Alamo National Building San Antonio, Texas 78205
Lorene L. Rogers	4 Nob Hill Circle Austin, Texas 78746
Robert V. Roosa	Brown Brothers Harriman & Co. 59 Wall Street New York, New York 10005
Thomas A. Vanderslice	General Telephone & Electronics Corp. 1 Stamford Forum Stamford, Conn. 06904
William Wrigley	410 N. Michigan Avenue Chicago, Illinois 60611

- (1) President
- (2) Vice Chairman
- (3) Chairman of the Board of Directors

Filing Fee \$15.00

To be filed annually between
January 1st and March 1st

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
270 WESTMINSTER MALL
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 25175

Annual Report for the year 1985

FIRST: The name of the corporation is Texaco Inc.

SECOND: It is incorporated under the laws of Delaware

THIRD: Character of business, briefly stated, is producing, refining and marketing
petroleum and its products

FOURTH: If foreign corporation, address of its principal office.
229 South State Street, Dover, Delaware 19901

FIFTH: Business address in Rhode Island 1125 Hospital Trust Bldg.,
15 Westminster Street, Providence, RI 02903

SIXTH: Names and addresses of its directors and officers:

(Attach rider if necessary)

Name

Office

Address (including number, street, zip code)

List Attached

Director

Director

Director

President

Vice President

Secretary

Treasurer

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
350,000,000	Common	-	\$6.25
30,000,000	Preferred	-	1.00

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
274,293,417	Common	-	\$6.25
0	Preferred	-	1.00

RECEIVED MAR 1985

1985

Dated February 21 1985

TEXACO Inc.

(Name of Corporation)

Approved

[Signature]

Title Assistant Secretary

(Report must be signed by an officer)

TEXACO Inc.

P. O. BOX 4582, ATLANTA, GEORGIA 30302

Names and Post Office Addresses of the Officers are:

John K. McKinley	Chairman of the Board of Directors	2000 Westchester Ave. White Plains, N. Y. 10650
James W. Kinnear	Vice Chairman	1111 Rusk Street Houston, Texas 77002
Alfred C. DeCrane, Jr.	President	2000 Westchester Ave. White Plains, N. Y. 10650
William S. Barrack, Jr.	Senior Vice President	2000 Westchester Ave. White Plains, N. Y. 10650
Robert C. McCall	Senior Vice President	1111 Rusk Street Houston, Texas 77002
Robert C. McCay	Senior Vice President	2000 Westchester Ave. White Plains, N. Y. 10650
Willis B. Reals	Senior Vice President	2000 Westchester Ave. White Plains, N.Y. 10650
William K. Tell, Jr.	Senior Vice President	2000 Westchester Ave. White Plains, N.Y. 10650
John D. Ambler	Vice President (on leave of absence)	1 Knightsbridge Green London SW1X 7QJ, England
Peter I. Bijur	Vice President	2000 Westchester Ave. White Plains, N.Y. 10650
Robert M. Bischoff	Vice President	2121 Ponce de Leon Blvd. Coral Gables, Fla. 33134
C. Robert Black	Vice President	2000 Westchester Ave. White Plains, N.Y. 10650
Richard G. Brinkman	Vice President & Treasurer	2000 Westchester Ave. White Plains, N.Y. 10650
James A. Cole, Jr.	Vice President	2000 Westchester Ave. White Plains, N.Y. 10650
Richard R. Dickinson	Vice President	1111 Rusk Street Houston, Texas 77002
James L. Dunlap	Vice President (on leave of absence)	1 Knightsbridge Green London SW1X 7QJ, England
Ben C. Hayton	Vice President	4800 Fournace Place Bellaire, Texas 77401
Paul B. Hicks, Jr.	Vice President	2000 Westchester Ave. White Plains, N. Y. 10650
Gerald F. Rome	Vice President	1111 Rusk Street Houston, Texas 77002
Roland M. Routhier	Vice President (on leave of absence)	90 Wynford Drive Don Mills, Ontario Canada, M3C 1K5
F. Augustus Seamans	Vice President	4800 Fournace Place Bellaire, Texas 77401

TEXACO Inc.

P. O. BOX 4582, ATLANTA, GEORGIA 30302

Names and Post Office Addresses of the Officers are: (Continued)

James M. Seamans	Vice President	1111 Rusk Street Houston, Texas 77002
Travis L. Thompson	Vice President	3350 Wilshire Blvd. Los Angeles, Calif. 90010
William C. Weitzel, Jr.	Vice President and General Counsel	2000 Westchester Ave. White Plains, N.Y. 10650
Elton G. Yates	Vice President	2000 Westchester Ave. White Plains, N. Y. 10650
Carl B. Davidson	Secretary	2000 Westchester Ave. White Plains, N. Y. 10650
A. J. Bradford	Comptroller	2000 Westchester Ave. White Plains, N. Y. 10650
Robert S. Bevan	General Tax Counsel	2000 Westchester Ave. White Plains, N.Y. 10650
R. C. Gross	Asst. Secretary & Asst. Treasurer	2000 Westchester Ave. White Plains, N.Y. 10650
Joy K. Burnett	Asst. Secretary	1570 Grant Street Denver, Colorado 80203
L. N. Elsen	Asst. Secretary	1501 Canal St. New Orleans, La. 70112
W. D. Evans	Asst. Secretary	3350 Wilshire Blvd. Los Angeles, Calif. 90010
J. B. Gilman, Jr.	Asst. Secretary	1040 Kings Highway North Cherry Hill, N.J. 08002
R. E. Koch	Asst. Secretary	2000 Westchester Ave. White Plains, N.Y. 10650
Elizabeth M. Laing	Asst. Secretary	2121 Ponce de Leon Blvd. Coral Gables, Fla. 33134
Rita Ravera	Asst. Secretary	2000 Westchester Ave. White Plains, N. Y. 10650
W. L. Soula	Asst. Secretary	1111 Rusk Street Houston, Texas 77002
R. M. Taylor	Asst. Secretary	1501 Canal St. New Orleans, La. 70112
W. J. Tierney	Asst. Secretary	2000 Westchester Ave. White Plains, N. Y. 10650
L. V. Utke	Asst. Secretary	1040 Kings Highway North Cherry Hill, N.J. 08034
E. W. Wolahan	Deputy Treasurer	2000 Westchester Ave. White Plains, N. Y. 10650

TEXACO Inc.

P. O. BOX 4582, ATLANTA, GEORGIA 30302

Names and Post Office Addresses of the Officers are: (Continued)

D. C. Crikelair	Senior Asst. Treasurer	2000 Westchester Ave. White Plains, N. Y. 10650
J. A. Hewitt	Senior Asst. Treasurer	2000 Westchester Ave. White Plains, N.Y. 10650
J. D. Keough	Senior Asst. Treasurer	2000 Westchester Ave. White Plains, N.Y. 10650
B. R. Ashley	Asst. Treasurer	2000 Westchester Ave. White Plains, N.Y. 10650
J. P. Curran	Asst. Treasurer	2000 Westchester Ave. White Plains, N.Y. 10650
G. M. Holston	Asst. Treasurer	2000 Westchester Ave. White Plains, N.Y. 10650
J. Wargo	Asst. Treasurer	2121 Ponce de Leon Blvd. Coral Gables, Fla. 33134
P. J. Lynch	Associate Comptroller	2000 Westchester Ave. White Plains, N.Y. 10650
R. W. Ulrich	Associate Comptroller	2000 Westchester Ave. White Plains, N. Y. 10650
E. Celentano	Asst. Comptroller	2000 Westchester Ave. White Plains, N. Y. 10650
A. D'Antonio	Asst. Comptroller	2000 Westchester Ave. White Plains, N. Y. 10650
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D. D. Kovaleski	Asst. Comptroller	2000 Westchester Ave. White Plains, N. Y. 10650
R. C. Oelkers	Asst. Comptroller	1111 Rusk Street Houston, Texas 77002
R. S. Shelton	Asst. Comptroller	2000 Westchester Ave. White Plains, N. Y. 10650

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Names and Post Office Addresses of the Directors are:

Willard C. Butcher	The Chase Manhattan Bank, N.A. 1 Chase Manhattan Plaza New York, New York 10081
Frank T. Cary	International Business Machines Corp. Old Orchard Road Armonk, New York 10504
Alfred C. DeCrane, Jr.	2000 Westchester Avenue White Plains, New York 10650
The Earl of Granard	8, Rue Du Parc - Royal Paris 75003, France
James W. Kinnear	1111 Rusk Street Houston, Texas 77002
John K. McKinley	2000 Westchester Avenue White Plains, New York 10650
Elvis L. Mason	InterFirst Corporation 1201 Elm Street First International Building Dallas, Texas 75270
Thomas H. Moorer	6901 Lupine Lane McLean, Virginia 22101
Thomas S. Murphy	Capital Cities Communications, Inc. 24 East 51st Street New York, New York 10022
George Parker, Jr.	1111 Alamo National Building San Antonio, Texas 78205
Lorene L. Rogers	4 Nob Hill Circle Austin, Texas 78746
Robert V. Roosa	Brown Brothers Harriman & Co. 59 Wall Street New York, New York 10005
Thomas A. Vanderslice	GTE Corporation 1 Stamford Forum Stamford, Conn. 06904
William Wrigley	410 N. Michigan Avenue Chicago, Illinois 60611

Filing fee: \$15.00

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State of Rhode Island and Providence Plantations
OFFICE OF THE SECRETARY OF STATE

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FOURTH: If foreign corporation, address of its principal office

229 South State Street, Dover, Delaware 19901

FIFTH: Business address in Rhode Island (blank reports will be mailed to this
address) 1125 Hospital Trust Bldg., 15 Westminster Street, Providence, R.I.
02903

SIXTH: Names and addresses of its directors and officers:

(Addresses must include street and number, if any)

Name	Office	Address
List Attached	Director	
	Director	
	Director	
	President	
	Vice President	
	Secretary	
	Treasurer	

(If additional space is needed, attach rider)

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
350,000,000	Common	-	\$6.25
30,000,000	Preferred	-	1.00

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
274,293,417	Common	-	\$6.25
0	Preferred	-	1.00

Dated: February 10 19 84

TEXACO Inc.

(Name of Corporation)

By *[Signature]*
Form Approved

Title Assistant Secretary

(Report must be signed by an officer)

MAR 27 1984

If the corporation has changed its registered office and/or its registered agent,
Form #9 must be filed. Please contact Corporation Division for information. 277-3040

TEXACO Inc.

P. O. BOX 4582, ATLANTA, GEORGIA 30302

Names and Post Office Addresses of the Officers are:

John K. McKinley	Chairman of the Board of Directors	2000 Westchester Ave. White Plains, N. Y. 10650
James W. Kinnear	Vice Chairman	1111 Rusk Street Houston, Texas 77002
Alfred C. DeCrane, Jr.	President	2000 Westchester Ave. White Plains, N. Y. 10650
William S. Barrack, Jr.	Senior Vice President	2000 Westchester Ave. White Plains, N. Y. 10650
Robert C. McCall	Senior Vice President	1111 Rusk Street Houston, Texas 77002
Robert C. McCay	Senior Vice President	2000 Westchester Ave. White Plains, N. Y. 10650
Willis B. Reals	Senior Vice President	2000 Westchester Ave. White Plains, N.Y. 10650
William K. Tell, Jr.	Senior Vice President	2000 Westchester Ave. White Plains, N.Y. 10650
John D. Ambler	Vice President (on leave of absence)	1 Knightsbridge Green London SW1X 7QJ, England
Peter I. Bijur	Vice President	2000 Westchester Ave. White Plains, N.Y. 10650
Robert M. Bischoff	Vice President	2121 Ponce de Leon Blvd. Coral Gables, Fla. 33134
C. Robert Black	Vice President	2000 Westchester Ave. White Plains, N.Y. 10650
Richard G. Brinkman	Vice President & Treasurer	2000 Westchester Ave. White Plains, N.Y. 10650
James A. Cole, Jr.	Vice President	2000 Westchester Ave. White Plains, N.Y. 10650
Richard R. Dickinson	Vice President	1111 Rusk Street Houston, Texas 77002
James L. Dunlap	Vice President (on leave of absence)	1 Knightsbridge Green London SW1X 7QJ, England
Ben C. Hayton	Vice President	4800 Fournace Place Bellaire, Texas 77401
Paul B. Hicks, Jr.	Vice President	2000 Westchester Ave. White Plains, N. Y. 10650
Gerald F. Rome	Vice President	1111 Rusk Street Houston, Texas 77002
Roland M. Routhier	Vice President (on leave of absence)	90 Wynford Drive Don Mills, Ontario Canada, M3C 1K5
F. Augustus Seamans	Vice President	4800 Fournace Place Bellaire, Texas 77401

MAR 27 1969
SK

TEXACO Inc.

P. O. BOX 4582, ATLANTA, GEORGIA 30302

Names and Post Office Addresses of the Officers are: (Continued)

James M. Seamans	Vice President	1111 Rusk Street Houston, Texas 77002 - ...
Travis L. Thompson	Vice President	3350 Wilshire Blvd. Los Angeles, Calif. 90010
William C. Weitzel, Jr.	Vice President and General Counsel	2000 Westchester Ave. White Plains, N.Y. 10650
Elton G. Yates	Vice President	2000 Westchester Ave. White Plains, N. Y. 10650
Carl B. Davidson	Secretary	2000 Westchester Ave. White Plains, N. Y. 10650
A. J. Bradford	Comptroller	2000 Westchester Ave. White Plains, N. Y. 10650
Robert S. Bevan	General Tax Counsel	2000 Westchester Ave. White Plains, N.Y. 10650
R. C. Gross	Asst. Secretary & Asst. Treasurer	2000 Westchester Ave. White Plains, N.Y. 10650
Joy K. Burnett	Asst. Secretary	1570 Grant Street Denver, Colorado 80203
L. N. Elsen	Asst. Secretary	1501 Canal St. New Orleans, La. 70112
W. D. Evans	Asst. Secretary	3350 Wilshire Blvd. Los Angeles, Calif. 90010
J. B. Gilman, Jr.	Asst. Secretary	1040 Kings Highway North Cherry Hill, N.J. 08002
R. E. Koch	Asst. Secretary	2000 Westchester Ave. White Plains, N.Y. 10650
Elizabeth M. Laing	Asst. Secretary	2121 Ponce de Leon Blvd. Coral Gables, Fla. 33134
Rita Ravera	Asst. Secretary	2000 Westchester Ave. White Plains, N. Y. 10650
W. L. Soula	Asst. Secretary	1111 Rusk Street Houston, Texas 77002
R. M. Taylor	Asst. Secretary	1501 Canal St. New Orleans, La. 70112
W. J. Tierney	Asst. Secretary	2000 Westchester Ave. White Plains, N. Y. 10650
L. V. Utke	Asst. Secretary	1040 Kings Highway North Cherry Hill, N.J. 08034
E. W. Wolahan	Deputy Treasurer	2000 Westchester Ave. White Plains, N. Y. 10650

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J. P. Curran	Asst. Treasurer	2000 Westchester Ave. White Plains, N.Y. 10650
G. M. Holston	Asst. Treasurer	2000 Westchester Ave. White Plains, N.Y. 10650
J. Wargo	Asst. Treasurer	2121 Ponce de Leon Blvd. Coral Gables, Fla. 33134
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R. W. Ulrich	Associate Comptroller	2000 Westchester Ave. White Plains, N. Y. 10650
E. Celentano	Asst. Comptroller	2000 Westchester Ave. White Plains, N. Y. 10650
A. D'Antonio	Asst. Comptroller	2000 Westchester Ave. White Plains, N. Y. 10650
G. H. Eaton	Asst. Comptroller	2000 Westchester Ave. White Plains, N. Y. 10650
D. D. Kovalski	Asst. Comptroller	2000 Westchester Ave. White Plains, N. Y. 10650
R. C. Oelkers	Asst. Comptroller	1111 Rusk Street Houston, Texas 77002
R. S. Shelton	Asst. Comptroller	2000 Westchester Ave. White Plains, N. Y. 10650

MAR 27 1984

TEXACO Inc.

POST OFFICE BOX 4582, ATLANTA, GEORGIA 30302

Names and Post Office Addresses of the Directors are:

Willard C. Butcher	The Chase Manhattan Bank, N.A. 1 Chase Manhattan Plaza New York, New York 10081
Frank T. Cary	International Business Machines Corp. Old Orchard Road Armonk, New York 10504
Alfred C. DeCrane, Jr.	2000 Westchester Avenue White Plains, New York 10650
The Earl of Granard	8, Rue Du Parc - Royal Paris 75003, France
James W. Kinnear	1111 Rusk Street Houston, Texas 77002
John K. McKinley	2000 Westchester Avenue White Plains, New York 10650
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Thomas S. Murphy	Capital Cities Communications, Inc. 24 East 51st Street New York, New York 10022
George Parker, Jr.	1111 Alamo National Building San Antonio, Texas 78205
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02903

SIXTH: Names and addresses of its directors and officers:

(Addresses must include street and number, if any)

Name	Office	Address
List Attached	Director	
	Director	
	Director	
	President	
	Vice President	
	Secretary	
	Treasurer	

(If additional space is needed, attach rider)

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
350,000,000	Common	-	\$6.25
30,000,000	Preferred	-	1.00

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
274,293,417	Common	3	\$6.25
0	Preferred	-	1.00

Dated: February 15 19 83

TEXACO Inc.

Form Approved
Name of Corporation
Title
Secretary

MAR 10 1983

(Report must be signed by an officer)

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TEXACO Inc.

P. O. BOX 4582, ATLANTA, GEORGIA 30302

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Robert C. McCall	Senior Vice President	1111 Rusk Street Houston, Texas 77002
Robert C. McCay	Senior Vice President	2000 Westchester Ave. White Plains, N. Y. 10650
Willis B. Reals	Senior Vice President	2000 Westchester Ave. White Plains, N. Y. 10650
Ward K. Savage, Jr.	Senior Vice President	2000 Westchester Ave. White Plains, N. Y. 10650
William K. Tell, Jr.	Senior Vice President	2000 Westchester Ave. White Plains, N. Y. 10650
John D. Ambler	Vice President (on leave of absence)	1 Knightsbridge Green London SW1X 7QJ, England
Robert M. Bischoff	Vice President	2121 Ponce de Leon Blvd. Coral Gables, Fla. 33134
Richard G. Brinkman	Vice President & Treasurer	2000 Westchester Ave. White Plains, N.Y. 10650
James A. Cole, Jr.	Vice President	2000 Westchester Ave. White Plains, N.Y. 10650
Richard R. Dickinson	Vice President	1111 Rusk Street Houston, Texas 77002
James L. Dunlap	Vice President (on leave of absence)	1 Knightsbridge Green London SW1X 7QJ, England
Ben C. Hayton	Vice President	4800 Fournace Place Bellaire, Texas. 77401
Paul B. Hicks, Jr.	Vice President	2000 Westchester Ave. White Plains, N. Y. 10650
Gerald F. Rome	Vice President	1111 Rusk Street Houston, Texas 77002

TEXACO Inc.

P. O. BOX 4582, ATLANTA, GEORGIA 30302

Names and Post Office Addresses of the Officers are: (Continued)

Roland M. Routhier	Vice President (on leave of absence)	90 Wynford Drive Don Mills, Ontario Canada, M3C 1K5
F. Augustus Seamans	Vice President	4800 Fournace Place Bellaire, Texas 77401
James M. Seamans	Vice President	1111 Rusk Street Houston, Texas 77002
Travis L. Thompson	Vice President	3350 Wilshire Blvd. Los Angeles, Calif. 90010
William C. Weitzel, Jr.	Vice President and General Counsel	2000 Westchester Ave. White Plains, N.Y. 10650
Elton G. Yates	Vice President	2000 Westchester Ave. White Plains, N. Y. 10650
Carl B. Davidson	Secretary	2000 Westchester Ave. White Plains, N. Y. 10650
A. J. Bradford	Comptroller	2000 Westchester Ave. White Plains, N. Y. 10650
Robert S. Bevan	General Tax Counsel	2000 Westchester Ave. White Plains, N.Y. 10650
R. C. Gross	Asst. Secretary & Asst. Treasurer	135 East 42nd Street New York, N.Y. 10174
Joy K. Burnett	Asst. Secretary	1570 Grant Street Denver, Colorado 80203
L. N. Elsen	Asst. Secretary	1501 Canal St. New Orleans, La. 70112
W. D. Evans	Asst. Secretary	3350 Wilshire Blvd. Los Angeles, Calif. 90010
J. B. Gilman, Jr.	Asst. Secretary	1040 Kings Highway North Cherry Hill, N.J. 08002
Elizabeth M. Gross	Asst. Secretary	2121 Ponce de Leon Blvd. Coral Gables, Fla. 33134
Ruth M. Gwin	Asst. Secretary	1111 Rusk Street Houston, Texas 77002
R. E. Koch	Asst. Secretary	2000 Westchester Ave. White Plains, N.Y. 10650
Rita Ravera	Asst. Secretary	2000 Westchester Ave. White Plains, N. Y. 10650
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	Vice President	
	Secretary	
	Treasurer	

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Dated: February 19 19 82

TEXACO Inc.

Name of Corporation)

Form Approved By

Title Assistant Secretary

(Report must be signed by an officer)

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TEXACO Inc.

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Alfred C. DeCrane, Jr.	2000 Westchester Avenue White Plains, New York 10650
The Earl of Granard	8, Rue Du Parc - Royal Paris 111, France
James W. Kinnear	2000 Westchester Avenue White Plains, New York 10650
John K. McKinley	2000 Westchester Avenue White Plains, New York 10650
Elvis L. Mason	First International Bancshares, Inc. P. O. Box 83301 Dallas, Texas 75283
Thomas H. Moorer	910 Lupine Lane McLean, Virginia 22101
Thomas S. Murphy	485 Madison Ave. New York, New York 10022
George Parker, Jr.	1111 Alamo National Building San Antonio, Texas 78205
Lorene L. Rogers	4 Nob Hill Circle Austin, Texas 78746
Robert V. Roosa	59 Wall Street New York, New York 10005
Franz H. Ulrich	Deutsche Bank A.G. Königsallee 45-47 4000 Düsseldorf, Germany
Thomas A. Vanderslice	1 Stamford Forum Stamford, Conn. 06904
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James W. Kinnear	Executive Vice President	2000 Westchester Ave. White Plains, N. Y. 10650
Annon M. Card	Executive Vice President	P. O. Box 52332 Houston, Texas 77052
Kerryn King	Senior Vice President	2000 Westchester Ave. White Plains, N. Y. 10650
Robert C. McCay	Senior Vice President	2000 Westchester Ave. White Plains, N. Y. 10650
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Robert M. Bischoff	Vice President	2121 Ponce de Leon Blvd. Coral Gables, Fla. 33134
Richard G. Brinkman	Vice President & Treasurer	2000 Westchester Ave. White Plains, N. Y. 10650
Robert T. Carter	Vice President	P. O. Box 2100 Denver, Colorado 80201
James A. Cole, Jr.	Vice President	2000 Westchester Ave. White Plains, N. Y. 10650
Richard R. Dickinson	Vice President	2000 Westchester Ave. White Plains, N. Y. 10650
James L. Dunlap	Vice President	2000 Westchester Ave. White Plains, N. Y. 10650
William M. Fisher	Vice President	1515 W. 22nd Street Oak Brook, Illinois 60521
Ben C. Hayton	Vice President	P. O. Box 430 Bellaire, Texas 77401
Paul B. Hicks, Jr.	Vice President	2000 Westchester Ave. White Plains, N. Y. 10650

TEXACO Inc.

P. O. BOX 4582, ATLANTA, GEORGIA 30302

Names and Post Office Addresses of the Officers are: (Continued)

Robert R. McCall	Vice President	P. O. Box 52332 Houston, Texas 77052
Hugh C. Minor	Vice President	2121 Ponce de Leon Blvd. Coral Gables, Fla. 33134
Gerald F. Rome	Vice President	P. O. Box 52332 Houston, Texas 77052
Roland M. Routhier	Vice President (on leave of absence)	2000 Westchester Ave. White Plains, N. Y. 10650
F. Augustus Seamans	Vice President	P. O. Box 430 Bellaire, Texas 77401
James M. Seamans	Vice President	P. O. Box 52332 Houston, Texas 77052
Robert C. Shields	Vice President	P. O. Box 60252 New Orleans, LA. 70160
John E. Tessieri	Vice President	P. O. Box 509 Beacon, N. Y. 12508
Travis L. Thompson	Vice President	3350 Wilshire Blvd. Los Angeles, Calif. 90010
R. Earle Wright	Vice President	P. O. Box 52332 Houston, Texas 77052
Elton G. Yates	Vice President	2000 Westchester Ave. White Plains, N. Y. 10650
William C. Weitzel, Jr.	General Counsel	2000 Westchester Ave. White Plains, N. Y. 10650
Carl B. Davidson	Secretary	2000 Westchester Ave. White Plains, N. Y. 10650
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Robert S. Bevan	General Tax Counsel	2000 Westchester Ave. White Plains, N. Y. 10650
R. C. Gross	Asst. Secretary & Asst. Treasurer	135 East 42nd Street New York, N. Y. 10017
Joy K. Burnett	Asst. Secretary	P. O. Box 2100 Denver, Colorado 80201
W. D. Evans	Asst. Secretary	3350 Wilshire Blvd. Los Angeles, Calif. 90010
A. J. Fuller	Asst. Secretary	P. O. Box 60252 New Orleans, La. 70160
T. J. Goodwin	Asst. Secretary	1515 W. 22nd Street Oak Brook, Illinois 60521
Elizabeth M. Gross	Asst. Secretary	2121 Ponce de Leon Blvd. Coral Gables, Fla. 33134

TEXACO Inc.

P. O. BOX 4582, ATLANTA, GEORGIA 30302

Names and Post Office Addresses of the Officers are: (Continued)

R. E. Koch	Asst. Secretary	2000 Westchester Ave. White Plains, N.Y. 10650
Ruth M. Gwin	Asst. Secretary	P. O. Box 52332 Houston, Texas 77052
Rita Ravera	Asst. Secretary	2000 Westchester Ave. White Plains, N. Y. 10650
W. J. Tierney	Asst. Secretary	2000 Westchester Ave. White Plains, N. Y. 10650
L. V. Utke	Asst. Secretary	1040 Kings Highway North Cherry Hill, N.J. 08034
E. W. Wolahan	Deputy Treasurer	2000 Westchester Ave. White Plains, N. Y. 10650
C. W. Brewer	Asst. Treasurer	2000 Westchester Ave. White Plains, N. Y. 10650
David C. Crikelair	Asst. Treasurer	2000 Westchester Ave. White Plains, N. Y. 10650
J. P. Curran	Asst. Treasurer	2000 Westchester Ave. White Plains, N. Y. 10650
J. A. Hewitt	Assistant Treasurer	2000 Westchester Ave. White Plains, N.Y. 10650
J. D. Keough	Asst. Treasurer	2000 Westchester Ave. White Plains, N.Y. 10650
Joseph Wargo	Asst. Treasurer	2121 Ponce de Leon Blvd. Coral Gables, Fla. 33134
P. J. Lynch	Assoc. Comptroller	2000 Westchester Ave. White Plains, N. Y. 10650
R. W. Ulrich	Assoc. Comptroller	2000 Westchester Ave. White Plains, N. Y. 10650
E. Celentano	Asst. Comptroller	2000 Westchester Ave. White Plains, N. Y. 10650
A. D'Antonio	Asst. Comptroller	2000 Westchester Ave. White Plains, N. Y. 10650
G. H. Eaton	Asst. Comptroller	2000 Westchester Ave. White Plains, N. Y. 10650
D. D. Kovalski	Asst. Comptroller	2000 Westchester Ave. White Plains, N. Y. 10650
R. C. Oelkers	Asst. Comptroller	P. O. Box 52332 Houston, Texas 77052
R. S. Shelton	Asst. Comptroller	2000 Westchester Ave. White Plains, N. Y. 10650

Filing fee: \$15.00

To be filed annually
between January 1st and March 1st

State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE

ANNUAL REPORT

OF

TEXACO Inc.

Pursuant to the provisions of Section 7.1.1-118 of the General Laws, 1956, as amended, the undersigned corporation hereby submits the following annual report:

FIRST: The name of the corporation is Texaco Inc.

SECOND: It is incorporated under the laws of Delaware

THIRD: The address of its registered office in Rhode Island is 1125 Hospital Trust Building, 15 Westminster Street, Providence, R.I. 02903
and the name of its registered agent in Rhode Island at such address is The Prentice-Hall Corporation System, Inc.

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is 229 South State Street, Dover, Delaware 19901

FIFTH: The character of the business in which it is actually engaged in Rhode Island, briefly stated, is producing, refining, and marketing petroleum and its products

SIXTH: The names and respective addresses of its directors and officers are:

Name	Office	Address
	Director	
	Director	
	Director	
LIST ATTACHED	Director	
	Director	
	Director	
	President	
	Vice President	
	Secretary	
	Treasurer	

SEVENTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
350,000,000	Common	--	\$ 6.25
30,000,000	Preferred	--	1.00

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EIGHTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
274,293,417	Common	--	\$6.25
None	Preferred	--	1.00

Dated February 25, 1981

By *Carl Rander*
Form Approved

TEXACO Inc.
(NAME OF CORPORATION)

Its Secretary

12/31/80

TEXACO Inc.

POST OFFICE BOX 4582, ATLANTA, GEORGIA 30302

Names and Post Office Addresses of the Directors are:

Alfred C. DeCrane, Jr.	2000 Westchester Avenue White Plains, New York 10650
The Earl of Granard	8, Rue Du Parc - Royal Paris 111, France
James W. Kinnear	2000 Westchester Avenue White Plains, New York 10650
Elvis L. Mason	P.O. Box 83301, Dallas, TX 75283
John K. McKinley	2000 Westchester Avenue White Plains, New York 10650
Thomas H. Moorer	910 Lupine Lane McLean, Virginia 22101
Thomas S. Murphy	485 Madison Ave. New York, New York 10022
George Parker, Jr.	1111 Alamo National Building San Antonio, Texas 78205
Ogden Phipps	245 Park Avenue New York, New York 10017
Lorene L. Rogers	4 Nob Hill Circle Austin, Texas 78746
Robert V. Roosa	59 Wall Street New York, New York 10005
Franz H. Ulrich	Deutsche Bank A.G. Königsallee 45-47 4000 Dusseldorf, Germany
Thomas A. Vanderslice	1 Stamford Forum Stamford, Conn. 06904
William Wrigley	410 N. Michigan Avenue Chicago, Illinois 60611

12/31/80

TEXACO Inc.

P. O. BOX 4582, ATLANTA, GEORGIA 30302

Names and Post Office Addresses of the Officers are:

John K. McKinley	Chairman of the Board of Directors & President	2000 Westchester Ave. White Plains, N. Y. 10650
Alfred C. DeCrane, Jr.	Executive Vice President	2000 Westchester Ave. White Plains, N. Y. 10650
James W. Kinnear	Executive Vice President	2000 Westchester Ave. White Plains, N. Y. 10650
Annon M. Card	Executive Vice President	P. O. Box 52332 Houston, Texas 77052
Kerryn King	Senior Vice President	2000 Westchester Ave. White Plains, N. Y. 10650
Robert C. McCay	Senior Vice President	2000 Westchester Ave. White Plains, N. Y. 10650
Willis B. Reals	Senior Vice President	2000 Westchester Ave. White Plains, N. Y. 10650
Ward K. Savage, Jr.	Senior Vice President	2000 Westchester Ave. White Plains, N. Y. 10650
William K. Tell, Jr.	Senior Vice President	2000 Westchester Ave. White Plains, N. Y. 10650
John D. Ambler	Vice President	2000 Westchester Ave. White Plains, N. Y. 10650
William S. Barrack, Jr.	Vice President (on leave of absence)	1 Knightsbridge Green London SW1X 7QJ, England
Robert M. Bischoff	Vice President	2121 Ponce de Leon Blvd. Coral Gables, Fla. 33134
Richard G. Brinkman	Vice President & Treasurer	2000 Westchester Ave. White Plains, N. Y. 10650
L. Weldon Calahan	Vice President	P. O. Box 52332 Houston, Texas 77052
Robert T. Carter	Vice President	P. O. Box 2100 Denver, Colorado 80201
James A. Cole, Jr.	Vice President	2000 Westchester Ave. White Plains, N. Y. 10650
Richard R. Dickinson	Vice President	2000 Westchester Ave. White Plains, N. Y. 10650
James L. Dunlap	Vice President	2000 Westchester Ave. White Plains, N. Y. 10650
William M. Fisher	Vice President	1515 W. 22nd Street Oak Brook, Illinois 60521
Ben C. Hayton	Vice President	P. O. Box 430 Bellaire, Texas 77401
Paul B. Hicks, Jr.	Vice President	2000 Westchester Ave. White Plains, N. Y. 10650

12/31/80

TEXACO Inc.

P. O. BOX 4582, ATLANTA, GEORGIA 30302

Names and Post Office Addresses of the Officers are: (Continued)

Robert R. McCall	Vice President	P. O. Box 52332 Houston, Texas 77052
Hugh C. Minor	Vice President	2121 Ponce de Leon Blvd. Coral Gables, Fla. 33134
Gerald F. Rome	Vice President	P. O. Box 52332 Houston, Texas 77052
Roland M. Routhier	Vice President (on leave of absence)	2000 Westchester Ave. White Plains, N. Y. 10650
F. Augustus Seamans	Vice President	P. O. Box 430 Bellaire, Texas 77401
James M. Seamans	Vice President	P. O. Box 52332 Houston, Texas 77052
Robert C. Shields	Vice President	P. O. Box 60252 New Orleans, LA. 70160
John E. Tessieri	Vice President	P. O. Box 509 Beacon, N. Y. 12508
Travis L. Thompson	Vice President	3350 Wilshire Blvd. Los Angeles, Calif. 90010
R. Earle Wright	Vice President	P. O. Box 52332 Houston, Texas 77052
Elton G. Yates	Vice President	2000 Westchester Ave. White Plains, N. Y. 10650
William C. Weitzel, Jr.	General Counsel	2000 Westchester Ave. White Plains, N. Y. 10650
Carl B. Davidson	Secretary	2000 Westchester Ave. White Plains, N. Y. 10650
A. J. Bradford	Comptroller	2000 Westchester Ave. White Plains, N. Y. 10650
R. S. Bevan	General Tax Counsel	2000 Westchester Ave. White Plains, N. Y. 10650
R. C. Cross	Asst. Secretary & Asst. Treasurer	135 East 42nd Street New York, N. Y. 10017
L. W. Bolton	Asst. Secretary	P. O. Box 60252 New Orleans, La. 70160
Joy K. Burnett	Asst. Secretary	P. O. Box 2100 Denver, Colorado 80201
W. D. Evans	Asst. Secretary	3350 Wilshire Blvd. Los Angeles, Calif. 90010

12/31/80

TEXACO Inc.

P. O. BOX 4582, ATLANTA, GEORGIA 30302

Names and Post Office Addresses of the Officers are: (Continued)

T. J. Goodwin	Asst. Secretary	1515 W. 22nd Street Oak Brook, Illinois 60521
Elizabeth M. Gross	Asst. Secretary	2121 Ponce de Leon Blvd. Coral Gables, Fla. 33134
Ruth M. Gwin	Asst. Secretary	P. O. Box 52332 Houston, Texas 77052
Heleyne Pauling	Asst. Secretary	3350 Wilshire Blvd. Los Angeles, Calif. 90010
Rita Ravera	Asst. Secretary	2000 Westchester Ave. White Plains, N. Y. 10650
W. J. Tierney	Asst. Secretary	2000 Westchester Ave. White Plains, N. Y. 10650
L. V. Utke	Asst. Secretary	1040 Kings Highway North Cherry Hill, N.J. 08034
E. W. Wolahan	Deputy Treasurer	2000 Westchester Ave. White Plains, N. Y. 10650
C. W. Brewer	Asst. Treasurer	2000 Westchester Ave. White Plains, N. Y. 10650
David C. Crikelair	Asst. Treasurer	2000 Westchester Ave. White Plains, N. Y. 10650
J. P. Curran	Asst. Treasurer	2000 Westchester Ave. White Plains, N. Y. 10650
J. D. Keough	Asst. Treasurer	2000 Westchester Ave., White Plains, N. Y. 10650
R. J. Sampson	Asst. Treasurer	2000 Westchester Ave., NY 10650
Joseph Wargo	Asst. Treasurer	2121 Ponce de Leon Blvd. Coral Gables, Fla. 33134
P. J. Lynch	Assoc. Comptroller	2000 Westchester Ave. White Plains, N. Y. 10650
R. W. Ulrich	Assoc. Comptroller	2000 Westchester Ave. White Plains, N. Y. 10650
E. Celentano	Asst. Comptroller	2000 Westchester Ave. White Plains, N. Y. 10650
A. D'Antonio	Asst. Comptroller	2000 Westchester Ave. White Plains, N. Y. 10650
G. H. Eaton	Asst. Comptroller	2000 Westchester Ave. White Plains, N. Y. 10650
D. D. Kovalski	Asst. Comptroller	2000 Westchester Ave. White Plains, N. Y. 10650
R. C. Oelkers	Asst. Comptroller	P. O. Box 52332 Houston, Texas 77052
R. S. Shelton	Asst. Comptroller	2000 Westchester Ave. White Plains, N. Y. 10650

Filing fee: \$15.00

To be filed annually
between January 1st and March 1st

State of Rhode Island and Providence Plantations
OFFICE OF THE SECRETARY OF STATE

**ANNUAL REPORT
OF**

TEXACO Inc.

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FIFTH: The character of the business in which it is actually engaged in Rhode Island, briefly stated, is Petroleum and Its Products

SIXTH: The names and respective addresses of its directors and officers are:

Name	Office	Address
	Director	
	Director	
	Director	
List Attached	Director	
	Director	
	Director	
	President	
	Vice President	
	Secretary	
	Treasurer	

SEVENTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of
Shares
350,000,000

Class
Common

Series
--

Par Value per Share
or Statement that
Shares are without
Par Value

\$6.25

APR 16 1980

EIGHTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
274,290,327	Common	--	\$ 6.25

Dated February 13, 1980

TEXACO Inc.

(NAME OF CORPORATION)

WCB
Form Approved

By

Carl B. Sanders

Its Secretary

TEXACO Inc.

POST OFFICE BOX 4582, ATLANTA, GEORGIA 30302

Names and Post Office Addresses of the Directors are:

Alfred C. DeCrane, Jr.	2000 Westchester Avenue White Plains, New York 10650
The Earl of Granard	8, Rue Du Parc - Royal Paris 111, France
Maurice F. Granville	2000 Westchester Avenue White Plains, New York 10650
James W. Kinnear	2000 Westchester Avenue White Plains, New York 10650
Howard W. McCall, Jr.	277 Park Avenue New York, New York 10017
William J. McGill	Columbia University in the New York, New York 10027
John K. McKinley	2000 Westchester Avenue White Plains, New York 10650
Thomas H. Moorer	910 Lupine Lane McLean, Virginia 22101
Thomas S. Murphy	24 East 51st Street New York, New York 10022
Richard B. Palmer	2000 Westchester Avenue White Plains, New York 10650
George Parker, Jr.	1111 Alamo National Building San Antonio, Texas 78205
Ogden Phipps	245 Park Avenue New York, New York 10017
Lorene L. Rogers	University of Texas at Austin M. A. I. 400 Austin, Texas 78712
Robert V. Roosa	59 Wall Street New York, New York 10005
Franz H. Ulrich	Deutsche Bank A.G. Königsallee 45-47 4000 Dusseldorf, Germany
William Wrigley	410 N. Michigan Avenue Chicago, Illinois 60611

TEXACO Inc.

P. O. BOX 4582, ATLANTA, GEORGIA 30302

Names and Post Office Addresses of the Officers are: (Continued)

T. J. Goodwin	Asst. Secretary	1515 W. 22nd Street Oak Brook, Illinois 60521
Elizabeth M. Gross	Asst. Secretary	2121 Ponce de Leon Blvd. Coral Gables, Fla. 33134
Ruth M. Gwin	Asst. Secretary	P. O. Box 52332 Houston, Texas 77052
Heleyne Pauling	Asst. Secretary	3350 Wilshire Blvd. Los Angeles, Calif. 90010
W. J. Tierney	Asst. Secretary	2000 Westchester Ave. White Plains, N. Y. 10650
L. V. Utke	Asst. Secretary	1040 Kings Highway North Cherry Hill, N.J. 08034
E. W. Wolahan	Deputy Treasurer	2000 Westchester Ave. White Plains, N. Y. 10650
C. W. Brewer	Asst. Treasurer	2000 Westchester Ave. White Plains, N. Y. 10650
David C. Crikelair	Asst. Treasurer	2000 Westchester Ave. White Plains, N. Y. 10650
J. P. Curran	Asst. Treasurer	2000 Westchester Ave. White Plains, N. Y. 10650
R. J. Sampson	Asst. Treasurer	2000 Westchester Ave. White Plains, N. Y. 10650
A. J. Bradford	Deputy Comptroller	2000 Westchester Ave. White Plains, N. Y. 10650
P. J. Lynch	Assoc. Deputy Comptroller	2000 Westchester Ave. White Plains, N. Y. 10650
R. W. Ulrich	Assoc. Deputy Comptroller	2000 Westchester Ave. White Plains, N. Y. 10650
E. Celentano	Asst. Comptroller	2000 Westchester Ave. White Plains, N. Y. 10650
A. D'Antonio	Asst. Comptroller	2000 Westchester Ave. White Plains, N. Y. 10650
G. H. Eaton	Asst. Comptroller	2000 Westchester Ave. White Plains, N. Y. 10650
D. D. Kovaleski	Asst. Comptroller	2000 Westchester Ave. White Plains, N. Y. 10650
R. S. Shelton	Asst. Comptroller	2000 Westchester Ave. White Plains, N. Y. 10650

Filing fee: \$15.00

To be filed annually
between January 1st and March 1st

State of Rhode Island and Providence Plantations
OFFICE OF THE SECRETARY OF STATE

ANNUAL REPORT
OF

TEXACO Inc.

Pursuant to the provisions of Section 7.1.1-118 of the General Laws, 1956, as amended, the undersigned corporation hereby submits the following annual report:

FIRST: The name of the corporation is TEXACO Inc.

SECOND: It is incorporated under the laws of Delaware

THIRD: The address of its registered office in Rhode Island is 1125 Hospital Trust Building, 15 Westminster Street, Providence, Rhode Island 02903 and the name of its registered agent in Rhode Island at such address is The Prentice - Hall Corporation System, Inc.

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is 229 South State Street, Dover, Delaware 19901

FIFTH: The character of the business in which it is actually engaged in Rhode Island, briefly stated, is Petroleum and its products

SIXTH: The names and respective addresses of its directors and officers are:

Name	Office	Address
	Director	
	Director	
LIST ATTACHED	Director	
	Director	
	Director	
	Director	
	President	
	Vice President	
	Secretary	
	Treasurer	

SEVENTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
350,000,000	Common	3 1 --79	\$ 6.25

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EIGHTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

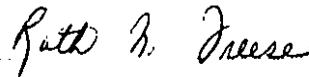
<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
274,290,323	Common	--	\$ 6.25

Dated February 7, 19 79

TEXACO Inc.

(NAME OF CORPORATION)

 Approved
By



Its Asst. Secretary

TEXACO Inc.

POST OFFICE BOX 4582, ATLANTA, GEORGIA 30302

The Names and Post Office Addresses of the Directors are:

Alfred C. DeCrane, Jr.	2000 Westchester Avenue White Plains, N.Y. 10650
The Earl of Granard	8, Rue Du Parc - Royal Paris 111, France
Maurice F. Granville	2000 Westchester Avenue White Plains, N.Y. 10650
James W. Kinnear	2000 Westchester Avenue White Plains, N.Y. 10650
Howard W. McCall, Jr.	277 Park Avenue New York, New York 10017
William J. McGill	Columbia University in the City of New York New York, New York 10027
John K. McKinley	2000 Westchester Avenue White Plains, N.Y. 10650
Thomas H. Moorer	6901 Lupine Lane McLean, Virginia 22101
Thomas S. Murphy	24 East 51st Street New York, New York 10022
Richard B. Palmer	2000 Westchester Avenue White Plains, N.Y. 10650
George Parker, Jr.	1111 Alamo National Building San Antoino, Texas 78205
Ogden Phipps	245 Park Avenue New York, New York 10017
Lorene L. Rogers	University of Texas at Austin M.A.I. 400 Austin, Texas 78712
Rovert V. Roosa	59 Wall Street New York, New York 10005
Franz H. Ulrich	Deutsche Bank A.G. Konigsallee 45-47 4000 Dusseldorf, Germany
William Wrigley	410 N. Michigan Avenue Chicago, Illinois 60611

TEXACO Inc.

POST OFFICE BOX 4582, ATLANTA, GEORGIA 30302

The Names and Post Office Addresses of the Officers are:

Maurice F. Granville	Chairman of the Board of Directors	2000 Westchester Avenue White Plains, N.Y. 10650
John K. McKinley	President	2000 Westchester Avenue White Plains, N.Y. 10650
Alfred C. DeCrane, Jr.	Executive Vice President	2000 Westchester Avenue White Plains, N.Y. 10650
James W. Kinnear	Executive Vice President	2000 Westchester Avenue White Plains, N.Y. 10650
Richard B. Palmer	Senior Vice President	2000 Westchester Avenue White Plains, N.Y. 10650
Annon M. Card	Senior Vice President	2000 Westchester Avenue White Plains, N.Y. 10650
Kerryn King	Senior Vice President	2000 Westchester Avenue White Plains, N.Y. 10650
R. Howard Wilson	Senior Vice President	2000 Westchester Avenue White Plains, N.Y. 10650
William S. Barrack, Jr.	Vice President	2000 Westchester Avenue White Plains, N.Y. 10650
Robert M. Bischoff	Vice President	2121 Ponce de Leon Blvd. Coral Gables, Fla. 33134
Richard G. Brinkman	Vice President and Treasurer	2000 Westchester Avenue White Plains, N.Y. 10650
L. Weldon Calahan	Vice President	P. O. Box 52332 Houston, Texas 77052
Robert T. Carter	Vice President	P. O. Box 2100 Denver, Colorado 80201
William M. Fisher	Vice President	2000 Westchester Avenue White Plains, N.Y. 10650
James H. Gibbens	Vice President	P. O. Box 60252 New Orleans, La. 70160
Ben C. Hayton	Vice President	P. O. Box 430 Bellaire, Texas 77401
Paul B. Hicks, Jr.	Vice President	2000 Westchester Avenue White Plains, N.Y. 10650
William R. Love	Vice President and Comptroller	2000 Westchester Avenue White Plains, N.Y. 10650
Robert R. McCall	Vice President	2000 Westchester Avenue White Plains, N.Y. 10650

TEXACO Inc.

POST OFFICE BOX 4582, ATLANTA, GEORGIA 30302

The Names and Post Office Addresses of the Officers are: (Continued)

Robert C. McCay	Vice President	2000 Westchester Avenue White Plains, N.Y. 10650
Hugh C. Minor	Vice President	2121 Ponce de Leon Blvd. Coral Gables, Fla. 33134
William W. Moore	Vice President	P. O. Box 2100 Denver, Colorado 80201
Cecil J. Olmstead	Vice President	2000 Westchester Avenue White Plains, N.Y. 10650
Willis B. Reals	Vice President	2000 Westchester Avenue White Plains, N.Y. 10650
Roland M. Routhier	Vice President	2000 Westchester Avenue White Plains, N.Y. 10650
Ward K. Savage, Jr.	Vice President	2000 Westchester Avenue White Plains, N.Y. 10650
F. Augustus Seamans	Vice President	2000 Westchester Avenue White Plains, N.Y. 10650
James M. Seamans	Vice President	P. O. Box 52332 Houston, Texas 77052
Robert C. Shields	Vice President	2000 Westchester Avenue White Plains, N.Y. 10650
William K. Tell, Jr.	Vice President	1001 Connecticut Ave., N.W. Washington, D.C. 20006
John E. Tessieri	Vice President	P. O. Box 509 Beacon, N.Y. 12508
Travis L. Thompson	Vice President	3350 Wilshire Blvd. Los Angeles, Calif. 90010
R. Earle Wright	Vice President	P. O. Box 52332 Houston, Texas 77052
William C. Weitzel, Jr.	General Counsel	2000 Westchester Avenue White Plains, N.Y. 10650
Carl B. Davidson	Secretary	2000 Westchester Avenue White Plains, N.Y. 10650
Donald P. Hertzog	General Tax Counsel	2000 Westchester Avenue White Plains, N.Y. 10650
R. C. Gross	Asst. Secretary and Asst. Treasurer	135 East 42nd Street New York, N.Y. 10017
J. W. Bolton	Asst. Secretary	P. O. Box 60252 New Orleans, La. 70160
W. D. Evans	Asst. Secretary	3350 Wilshire Blvd. Los Angeles, Calif. 90010
Ruth N. Freese	Asst. Secretary	2000 Westchester Avenue White Plains, N.Y. 10650

TEXACO Inc.

POST OFFICE BOX 4582, ATLANTA, GEORGIA 30302

The Names and Post Office Addresses of the Officers are: (Continued)

T. J. Goodwin	Asst. Secretary	1515 W. 22nd Street Oak Brook, Illinois 60521
Ruth M. Gwin	Asst. Secretary	P. O. Box 52332 Houston, Texas 77052
R. M. Harris	Asst. Secretary	P. O. Box 2100 Denver, Colorado 80201
Heleyne Pauling	Asst. Secretary	3350 Wilshire Blvd. Los Angeles, Calif. 90010
Roger Rice	Asst. Secretary	2121 Ponce de Leon Blvd. Coral Gables, Fla. 33134
W. J. Tierney	Asst. Secretary	2000 Westchester Avenue White Plains, New York 10650
L. V. Utke	Asst. Secretary	1040 Kings Highway, North Cherry Hill, N.J. 08034
E. W. Wolahan	Deputy Treasurer	2000 Westchester Avenue White Plains, N.Y. 10650
C. W. Brewer	Asst. Treasurer	2000 Westchester Avenue White Plains, N.Y. 10650
J. P. Curran	Asst. Treasurer	2000 Westchester Avenue White Plains, N.Y. 10650
R. J. Sampson	Asst. Treasurer	2000 Westchester Avenue White Plains, N.Y. 10650
H. F. Bockhorn	Deputy Comptroller	2000 Westchester Avenue White Plains, N.Y. 10650
A. J. Bradford	Deputy Comptroller	2000 Westchester Avenue White Plains, N.Y. 10650
A. D'Antonio	Asst. Comptroller	2000 Westchester Avenue White Plains, N.Y. 10650
D. D. Kovalski	Asst. Comptroller	2000 Westchester Avenue White Plains, N.Y. 10650
P. J. Lynch	Asst. Comptroller	2000 Westchester Avenue White Plains, N.Y. 10650
R. S. Shelton	Asst. Comptroller	2000 Westchester Avenue White Plains, N.Y. 10650
R. W. Ulrich	Asst. Comptroller	2000 Westchester Avenue White Plains, N.Y. 10650

Filing fee: \$15.00

To be filed annually
between January 1st and March 1st

State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE

ANNUAL REPORT

OF

TEXACO Inc.

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Name	Office	Address
List Attached	Director	
	Director	
	Director	
	Director	
	Director	
	Director	
	President	
	Vice President	
	Secretary	
	Treasurer	

SEVENTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
350,000,000	Common	3 1A 78	\$6.25

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MAR 28 1978

EIGHTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
274,290,323	Common	--	\$6.25

Dated February 17, 19 78

TEXACO Inc.

(NAME OF CORPORATION)

Form Approved

By

Michael Rudy

Its Asst. Secretary

TEXACO Inc.

POST OFFICE BOX 4582, ATLANTA, GEORGIA 30302

The Names and Post Office Addresses of the Directors are:

Alfred C. DeCrane, Jr.	2000 Westchester Avenue White Plains, N.Y. 10650
Laurie W. Folmar	C-3 Lido Circle Austin, Texas 78734
The Earl of Granard	8, Rue Du Parc - Royal Paris 111, France
Maurice F. Granville	2000 Westchester Avenue White Plains, N.Y. 10650
James W. Kinnear	2000 Westchester Avenue White Plains, N.Y. 10650
Howard W. McCall, Jr.	277 Park Avenue New York, New York 10017
William J. McGill	Columbia University in the City of New York New York, New York 10027
John K. McKinley	2000 Westchester Avenue White Plains, N.Y. 10650
Thomas H. Moorer	6901 Lupine Lane McLean, Virginia 22101
Thomas S. Murphy	24 East 51st Street New York, New York 10022
Richard B. Palmer	2000 Westchester Avenue White Plains, N.Y. 10650
George Parker, Jr.	1111 Alamo National Building San Antonio, Texas 78205
Ogden Phipps	245 Park Avenue New York, New York 10017
Lorene L. Rogers	University of Texas at Austin M.A.I. 400 Austin, Texas 78712
Robert V. Roosa	59 Wall Street New York, New York 10005
Franz H. Ulrich	Deutsche Bank A.G. Königsallee 45-47 4000 Düsseldorf, Germany
William Wrigley	410 N. Michigan Avenue Chicago, Illinois 60611
Wilford R. Young	2000 Westchester Avenue White Plains, N.Y. 10650

TEXACO Inc.

POST OFFICE BOX 4582, ATLANTA, GEORGIA 30302

The Names and Post Office Addresses of the Officers are:

Maurice F. Granville	Chairman of the Board of Directors	2000 Westchester Avenue White Plains, N.Y. 10650
John K. McKinley	President	2000 Westchester Avenue White Plains, N.Y. 10650
Alfred C. DeCrane, Jr.	Senior Vice President	2000 Westchester Avenue White Plains, N.Y. 10650
James W. Kinnear	Senior Vice President	2000 Westchester Avenue White Plains, N.Y. 10650
Richard B. Palmer	Senior Vice President	2000 Westchester Avenue White Plains, N.Y. 10650
Annon M. Card	Senior Vice President	2000 Westchester Avenue White Plains, N.Y. 10650
Kerryn King	Senior Vice President	2000 Westchester Avenue White Plains, N.Y. 10650
R. Howard Wilson	Senior Vice President	2000 Westchester Avenue White Plains, N.Y. 10650
William S. Barrack, Jr.	Vice President	2000 Westchester Avenue White Plains, N.Y. 10650
Robert M. Bischoff	Vice President	2121 Ponce de Leon Blvd. Coral Gables, Fla. 33134
Richard G. Brinkman	Vice President and Treasurer	2000 Westchester Avenue White Plains, N.Y. 10650
L. Weldon Calahan	Vice President	P. O. Box 52332 Houston, Texas 77052
Robert T. Carter	Vice President	8301 East Prentice Avenue Englewood, Colorado 80110
W. Joseph Coppoc	Vice President	P. O. Box 509 Beacon, N.Y. 12508
William M. Fisher	Vice President	2000 Westchester Avenue White Plains, N.Y. 10650
James H. Gibbens	Vice President	P. O. Box 60252 New Orleans, La. 70160
Ben C. Hayton	Vice President	P. O. Box 430 Bellaire, Texas 77401
Paul B. Hicks, Jr.	Vice President	2000 Westchester Avenue White Plains, N.Y. 10650
William R. Love	Vice President and Comptroller	2000 Westchester Avenue White Plains, N.Y. 10650
Robert R. McCall	Vice President	2000 Westchester Avenue White Plains, N.Y. 10650

TEXACO Inc.

POST OFFICE BOX 4582, ATLANTA, GEORGIA 30302

The Names and Post Office Addresses of the Officers are: (Continued)

Robert C. McCay	Vice President	2000 Westchester Avenue White Plains, N.Y. 10650
Hugh C. Minor	Vice President	2121 Ponce de Leon Blvd. Coral Gables, Fla. 33134
William W. Moore	Vice President	P. O. Box 2100 Denver, Colorado 80201
Cecil J. Olmstead	Vice President	2000 Westchester Avenue White Plains, N.Y. 10650
Willis B. Reals	Vice President	2000 Westchester Avenue White Plains, N.Y. 10650
Roland M. Routhier	Vice President	2000 Westchester Avenue White Plains, N.Y. 10650
Ward K. Savage, Jr.	Vice President	2000 Westchester Avenue White Plains, N.Y. 10650
F. Augustus Seamans	Vice President	2000 Westchester Avenue White Plains, N.Y. 10650
Robert C. Shields	Vice President	2000 Westchester Avenue White Plains, N.Y. 10650
William K. Tell, Jr.	Vice President	1001 Connecticut Ave., N.W. Washington, D.C. 20006
John E. Tessieri	Vice President	P. O. Box 509 Beacon, N.Y. 12508
Travis L. Thompson	Vice President	3350 Wilshire Blvd. Los Angeles, Calif. 90010
Jack C. Williams	Vice President	P. O. Box 52332 Houston, Texas 77052
R. Earle Wright	Vice President	P. O. Box 52332 Houston, Texas 77052
William C. Weitzel, Jr.	General Counsel	2000 Westchester Avenue White Plains, N.Y. 10650
Carl B. Davidson	Secretary	2000 Westchester Avenue White Plains, N.Y. 10650
Donald P. Hertzog	General Tax Counsel	2000 Westchester Avenue White Plains, N.Y. 10650
R. C. Gross	Asst. Secretary and Asst. Treasurer	135 East 42nd Street New York, N.Y. 10017
J. W. Bolton	Asst. Secretary	P. O. Box 60252 New Orleans, La. 70160
W. D. Evans	Asst. Secretary	3350 Wilshire Blvd. Los Angeles, Calif. 90010
Ruth N. Freese	Asst. Secretary	2000 Westchester Avenue White Plains, N.Y. 10650

TEXACO Inc.

POST OFFICE BOX 4582, ATLANTA, GEORGIA 30302

The Names and Post Office Addresses of the Officers are: (Continued)

T. J. Goodwin	Asst. Secretary	1515 W. 22nd Street Oak Brook, Illinois 60521
Ruth M. Gwin	Asst. Secretary	P. O. Box 52332 Houston, Texas 77052
R. M. Harris	Asst. Secretary	P. O. Box 2100 Denver, Colorado 80201
Heleyne Pauling	Asst. Secretary	3350 Wilshire Blvd. Los Angeles, Calif. 90010
Roger Rice	Asst. Secretary	2121 Ponce de Leon Blvd. Coral Gables, Fla. 33134
M. H. Rudy	Asst. Secretary	P. O. Box 4582 Atlanta, Georgia 30302
L. V. Utke	Asst. Secretary	1040 Kings Highway, North Cherry Hill, N.J. 08034
E. W. Wolahan	Deputy Treasurer	2000 Westchester Avenue White Plains, N.Y. 10650
C. W. Brewer	Asst. Treasurer	2000 Westchester Avenue White Plains, N.Y. 10650
J. P. Curran	Asst. Treasurer	2000 Westchester Avenue White Plains, N.Y. 10650
G. T. Plunkett	Asst. Treasurer	2000 Westchester Avenue White Plains, N.Y. 10650
R. J. Sampson	Asst. Treasurer	2000 Westchester Avenue White Plains, N.Y. 10650
H. F. Bockhorn	Deputy Comptroller	2000 Westchester Avenue White Plains, N.Y. 10650
A. J. Bradford	Deputy Comptroller	2000 Westchester Avenue White Plains, N.Y. 10650
A. D'Antonio	Asst. Comptroller	2000 Westchester Avenue White Plains, N.Y. 10650
D. D. Kovalski	Asst. Comptroller	2000 Westchester Avenue White Plains, N.Y. 10650
P. J. Lynch	Asst. Comptroller	2000 Westchester Avenue White Plains, N.Y. 10650
R. S. Shelton	Asst. Comptroller	2000 Westchester Avenue White Plains, N.Y. 10650
R. W. Ulrich	Asst. Comptroller	2000 Westchester Avenue White Plains, N.Y. 10650

Filing fee: \$15.00

To be filed annually
between January 1st and March 1st

State of Rhode Island and Providence Plantations
OFFICE OF THE SECRETARY OF STATE

ANNUAL REPORT
OF

TEXACO Inc.

Pursuant to the provisions of Section 7-1.1-118 of the General Laws, 1956, as amended, the undersigned corporation hereby submits the following annual report:

FIRST: The name of the corporation is TEXACO Inc.

SECOND: It is incorporated under the laws of Delaware

THIRD: The address of its registered office in Rhode Island is 1125 Hospital Trust Bldg., 15 Westminster St., Providence, Rhode Island 02903 and the name of its registered agent in Rhode Island at such address is The Prentice-Hall Corporation System, Inc.

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is 229 South State Street, Dover, Delaware 19901

FIFTH: The character of the business in which it is actually engaged in Rhode Island, briefly stated, is Petroleum and its products

SIXTH: The names and respective addresses of its directors and officers are:

Name	Office	Address
Director		
List	Director	
	Director	
Attached	Director	
	Director	
	Director	
	President	
	Vice President	
	Secretary	
	Treasurer	

SEVENTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
350,000,000	Common		\$6.25

MAR 2 1977

EIGHTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
274,290,299	Common		\$6.25

Dated February 10, 1977

TEKACO Inc.

(NAME OF CORPORATION)

By

Edwin A. [unclear]

[Signature]

Its Asst. Secretary

TEXACO Inc.

POST OFFICE BOX 4582, ATLANTA, GEORGIA 30302

The Names and Post Office Addresses of the Directors are:

Laurie W. Folmar	135 East 42nd Street New York, New York 10017
The Earl of Granard	8, Rue Du Parc - Royal Paris 111, France
Maurice F. Granville	135 East 42nd Street New York, New York 10017
Augustus C. Long	4430 Sabal Palm Road Miami, Florida 33137
Howard W. McCall, Jr.	277 Park Avenue New York, New York 10017
William J. McGill	Columbia University in the City of New York New York, New York 10027
John K. McKinley	135 East 42nd Street New York, New York 10017
Thomas H. Moorer	6901 Lupine Lane McLean, Virginia 22101
George Parker, Jr.	1111 Alamo National Building San Antonio, Texas 78205
Ogden Phipps	245 Park Avenue New York, New York 10017
Lorene L. Rogers	University of Texas at Austin M.A.I. 400 Austin, Texas 78712
Robert V. Roosa	59 Wall Street New York, New York 10005
William Wrigley	410 N. Michigan Avenue Chicago, Illinois 60611
Wilford R. Young	135 East 42nd Street New York, New York 10017

TEXACO Inc.

POST OFFICE BOX 4582, ATLANTA, GEORGIA 30302

The Names and Post Office Addresses of the Officers are:

Maurice F. Granville	Chairman of the Board of Directors	135 East 42nd Street New York, N.Y. 10017
Wilford R. Young	Vice Chairman of the Board of Directors	135 East 42nd Street New York, N.Y. 10017
John K. McKinley	President	135 East 42nd Street New York, N.Y. 10017
Laurie W. Folmar	Senior Vice President	135 East 42nd Street New York, N.Y. 10017
Annon M. Card	Senior Vice President	135 East 42nd Street New York, N.Y. 10017
A. C. DeCrane, Jr.	Senior Vice President and General Counsel	135 East 42nd Street New York, N.Y. 10017
Kerryn King	Senior Vice President	135 East 42nd Street New York, N.Y. 10017
James W. Kinnear	Senior Vice President	135 East 42nd Street New York, N.Y. 10017
Richard B. Palmer	Senior Vice President	135 East 42nd Street New York, N.Y. 10017
R. Howard Wilson	Senior Vice President	135 East 42nd Street New York, N.Y. 10017
William S. Barrack, Jr.	Vice President	135 East 42nd Street New York, N.Y. 10017
L. Weldon Calahan	Vice President	P. O. Box 52332 Houston, Texas 77052
Robert T. Carter	Vice President	8301 East Prentice Avenue Englewood, Colorado 80110
William J. Coppoc	Vice President	P. O. Box 509 Beacon, N.Y. 12508
William M. Fisher	Vice President	135 East 42nd Street New York, N.Y. 10017
James H. Gibbens	Vice President	P. O. Box 60252 New Orleans, La. 70160
Ben C. Hayton	Vice President	P. O. Box 52332 Houston, Texas 77052
Paul B. Hicks, Jr.	Vice President	135 East 42nd Street New York, N.Y. 10017
William R. Love	Vice President and Comptroller	135 East 42nd Street New York, N.Y. 10017
Robert C. McCay	Vice President	135 East 42nd Street New York, N.Y. 10017

TEXACO Inc.

POST OFFICE BOX 4582, ATLANTA, GEORGIA 30302

The Names and Post Office Addresses of the Officers are:

(Continued)

Hugh C. Minor	Vice President	2121 Ponce de Leon Blvd. Coral Gables, Fla. 33134
William W. Moore	Vice President	P. O. Box 2100 Denver, Colorado 80201
Cecil J. Olmstead	Vice President	135 East 42nd Street New York, N.Y. 10017
Willis B. Reals	Vice President	135 East 42nd Street New York, N.Y. 10017
Roland M. Routhier	Vice President	135 East 42nd Street New York, N.Y. 10017
Ward K. Savage, Jr.	Vice President	135 East 42nd Street New York, N.Y. 10017
F. Augustus Seamans	Vice President	135 East 42nd Street New York, N.Y. 10017
Robert C. Shields	Vice President	2121 Ponce de Leon Blvd. Coral Gables, Fla. 33134
William K. Tell, Jr.	Vice President	1001 Connecticut Ave., N.W. Washington, D.C. 20006
John E. Tessieri	Vice President	P. O. Box 509 Beacon, N.Y. 12508
Travis L. Thompson	Vice President	3350 Wilshire Blvd. Los Angeles, Calif. 90010
Jack C. Williams	Vice President	P. O. Box 52332 Houston, Texas 77052
Peter E. Wissel	Vice President	135 East 42nd Street New York, N.Y. 10017
R. Earle Wright	Vice President	P. O. Box 52332 Houston, Texas 77052
Carl B. Davidson	Secretary	135 East 42nd Street New York, N.Y. 10017
Richard G. Brinkman	Treasurer	135 East 42nd Street New York, N.Y. 10017
Donald P. Hertzog	General Tax Counsel	135 East 42nd Street New York, N.Y. 10017
R. C. Gross	Asst. Secretary and Asst. Treasurer	135 East 42nd Street New York, N.Y. 10017
J. W. Bolton	Asst. Secretary	P. O. Box 60252 New Orleans, La. 70160
Ruth N. Freese	Asst. Secretary	135 East 42nd Street New York, N.Y. 10017
F. J. Goodwin	Asst. Secretary	332 S. Michigan Ave. Chicago, Ill. 60604

TEXACO Inc.

POST OFFICE BOX 4582, ATLANTA, GEORGIA 30302

The Names and Post Office Addresses of the Officers are:

(Continued)

Ruth M. Gwin	Asst. Secretary	P. O. Box 52332 Houston, Texas 77052
R. M. Harris	Asst. Secretary	P. O. Box 2100 Denver, Colorado 80201
Heleyne Pauling	Asst. Secretary	3350 Wilshire Blvd. Los Angeles, Calif. 90010
Roger Rice	Asst. Secretary	2121 Ponce de Leon Blvd. Coral Gables, Fla. 33134
M. H. Rudy	Asst. Secretary	P. O. Box 4582 Atlanta, Georgia 30302
W. J. Tierney	Asst. Secretary	135 East 42nd Street New York, N.Y. 10017
L. V. Utke	Asst. Secretary	1040 Kings Highway, North Cherry Hill, N.J. 08034
M. K. Worley	Asst. Secretary	3350 Wilshire Blvd. Los Angeles, Calif. 90010
R. F. Nolan	Asst. Treasurer	135 East 42nd Street New York, N.Y. 10017
G. T. Plunkett	Asst. Treasurer	135 East 42nd Street New York, N.Y. 10017
R. J. Sampson	Asst. Treasurer	135 East 42nd Street New York, N.Y. 10017
E. W. Wolahan	Asst. Treasurer	135 East 42nd Street New York, N.Y. 10017
H. F. Bockhorn	Deputy Comptroller	135 East 42nd Street New York, N.Y. 10017
A. J. Bradford	Deputy Comptroller	135 East 42nd Street New York, N.Y. 10017
A. D'Antonio	Asst. Comptroller	135 East 42nd Street New York, N.Y. 10017
D. D. Kovalski	Asst. Comptroller	135 East 42nd Street New York, N.Y. 10017
P. J. Lynch	Asst. Comptroller	135 East 42nd Street New York, N.Y. 10017
P. A. Riegler	Asst. Comptroller	135 East 42nd Street New York, N.Y. 10017
R. S. Shelton	Asst. Comptroller	135 East 42nd Street New York, N.Y. 10017
R. W. Ulrich	Asst. Comptroller	135 East 42nd Street New York, N.Y. 10017

Filing fee: \$15.00

To be filed annually
between January 1st and March 1st

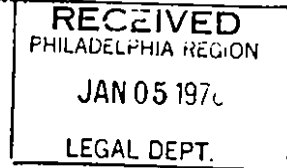
State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE

ANNUAL REPORT

OF

TEXACO Inc.



Pursuant to the provisions of Section 7-1.1-118 of the General Laws, 1956, as amended, the undersigned corporation hereby submits the following annual report:

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SECOND: It is incorporated under the laws of Delaware

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FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is 229 South State Street, Dover, Delaware 19901

FIFTH: The character of the business in which it is actually engaged in Rhode Island, briefly stated, is _____

SIXTH: The names and respective addresses of its directors and officers are:

Name	Office	Address
Director		
List	Director	
	Director	
Attached	Director	
	Director	
	Director	
	President	
	Vice President	
	Secretary	
	Treasurer	

SEVENTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
350,000,000	Common		\$6.25

FILED
MAR 17 1976
17-76
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15.00

MAR 1 1976

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EIGHTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
274,290,286	Common		\$6.25

Dated February 20, 1976

TEXACO Inc.
(NAME OF CORPORATION)
Michael R. Rudy
Its Asst. Secretary

Exhibit Approved By

TEXACO Inc.

POST OFFICE BOX 4582, ATLANTA, GEORGIA 30302

The Names and Post Office Addresses of the Officers are:

Maurice F. Granville	Chairman of the Board of Directors	135 East 42nd Street New York, N.Y. 10017
Wilford R. Young	Vice Chairman of the Board of Directors and General Counsel	135 East 42nd Street New York, N.Y. 10017
John K. McKinley	President	135 East 42nd Street New York, N.Y. 10017
Laurie W. Folmar	Senior Vice President	135 East 42nd Street New York, N.Y. 10017
Annon M. Card	Senior Vice President	135 East 42nd Street New York, N.Y. 10017
Kerryn King	Senior Vice President	135 East 42nd Street New York, N.Y. 10017
James W. Kinnear	Senior Vice President	135 East 42nd Street New York, N.Y. 10017
Richard B. Palmer	Senior Vice President	135 East 42nd Street New York, N.Y. 10017
R. Howard Wilson	Senior Vice President	135 East 42nd Street New York, N.Y. 10017
William S. Barrack, Jr.	Vice President	135 East 42nd Street New York, N.Y. 10017
L. Weldon Calahan	Vice President	P. O. Box 52332 Houston, Texas 77052
Robert T. Carter	Vice President	8301 East Prentice Avenue Englewood, Colorado 80110
William J. Coppoc	Vice President	P. O. Box 509 Beacon, N.Y. 12508
Alfred C. DeCrane, Jr.	Vice President	135 East 42nd Street New York, N.Y. 10017
William M. Fisher	Vice President	135 East 42nd Street New York, N.Y. 10017
James H. Gibbens	Vice President	P. O. Box 60252 New Orleans, La. 70160
Carl D. Hall	Vice President	P. O. Box 4582 Atlanta, Georgia 30302
Ben C. Hayton	Vice President	P. O. Box 52332 Houston, Texas 77052
Paul B. Hicks, Jr.	Vice President	135 East 42nd Street New York, N.Y. 10017
Otis B. Hocker	Vice President	P. O. Box 2100 Denver, Colorado 80201
William R. Love	Vice President and Comptroller	135 East 42nd Street New York, N.Y. 10017
Robert C. McCay	Vice President	135 East 42nd Street New York, N.Y. 10017

TEXACO Inc.

POST OFFICE BOX 4582, ATLANTA, GEORGIA 30302

The Names and Post Office Addresses of the Officers are: (Continued)

Hugh C. Minor	Vice President	2121 Ponce de Leon Blvd. Coral Gables, Fla. 33134
William W. Moore	Vice President	3350 Wilshire Blvd. Los Angeles, Calif. 90010
Cecil J. Olmstead	Vice President	135 East 42nd Street New York, N.Y. 10017
Willis B. Reals	Vice President	135 East 42nd Street New York, N.Y. 10017
Roland M. Routhier	Vice President	135 East 42nd Street New York, N.Y. 10017
Ward K. Savage, Jr.	Vice President	135 East 42nd Street New York, N.Y. 10017
F. Augustus Seamans	Vice President	135 East 42nd Street New York, N.Y. 10017
D. Allan Sedgwick	Vice President	3350 Wilshire Blvd. Los Angeles, Calif. 90010
Robert C. Shields	Vice President	2121 Ponce de Leon Blvd. Coral Gables, Fla. 33134
William K. Tell, Jr.	Vice President	1001 Connecticut Ave., N.W. Washington, D.C. 20006
John E. Tessieri	Vice President	P. O. Box 509 Beacon, N.Y. 12508
Travis L. Thompson	Vice President	332 S. Michigan Ave. Chicago, Ill. 60604
Jack C. Williams	Vice President	P. O. Box 52332 Houston, Texas 77052
Peter E. Wissel	Vice President	135 East 42nd Street New York, N.Y. 10017
R. Earle Wright	Vice President	P. O. Box 52332 Houston, Texas 77052
Carl B. Davidson	Secretary	135 East 42nd Street New York, N.Y. 10017
Richard G. Brinkman	Treasurer	135 East 42nd Street New York, N.Y. 10017
Anderson T. Leiper	General Tax Counsel	135 East 42nd Street New York, N.Y. 10017
R. C. Gross	Asst. Secretary and Asst. Treasurer	135 East 42nd Street New York, N.Y. 10017
J. W. Bolton	Asst. Secretary	P. O. Box 60252 New Orleans, La. 70160
Ruth N. Freese	Asst. Secretary	135 East 42nd Street New York, N.Y. 10017

TEXACO Inc.

POST OFFICE BOX 4582, ATLANTA, GEORGIA 30302

The Names and Post Office Addresses of the Officers are: (Continued)

Ruth M. Gwin	Asst. Secretary	P. O. Box 52332 Houston, Texas 77052
R. M. Harris	Asst. Secretary	P. O. Box 2100 Denver, Colorado 80201
S. M. Jones	Asst. Secretary	332 S. Michigan Ave. Chicago, Ill. 60604
Heleyne Pauling	Asst. Secretary	3350 Wilshire Blvd. Los Angeles, Calif. 90010
Roger Rice	Asst. Secretary	2121 Ponce de Leon Blvd. Coral Gables, Fla. 33134
M. H. Rudy	Asst. Secretary	P. O. Box 4582 Atlanta, Georgia 30302
W. J. Tierney	Asst. Secretary	135 East 42nd Street New York, N.Y. 10017
L. V. Utke	Asst. Secretary	1040 Kings Highway, North Cherry Hill, N.J. 08034
M. K. Worley	Asst. Secretary	3350 Wilshire Blvd. Los Angeles, Calif. 90010
R. F. Nolan	Asst. Treasurer	135 East 42nd Street New York, N.Y. 10017
R. J. Sampson	Asst. Treasurer	135 East 42nd Street New York, N.Y. 10017
W. A. Starr	Asst. Treasurer	135 East 42nd Street New York, N.Y. 10017
E. W. Wolahan	Asst. Treasurer	135 East 42nd Street New York, N.Y. 10017
H. F. Bockhorn	Deputy Comptroller	135 East 42nd Street New York, N.Y. 10017
A. J. Bradford	Deputy Comptroller	135 East 42nd Street New York, N.Y. 10017
A. D'Antonio	Asst. Comptroller	135 East 42nd Street New York, N.Y. 10017
D. D. Kovalski	Asst. Comptroller	135 East 42nd Street New York, N.Y. 10017
P. J. Lynch	Asst. Comptroller	135 East 42nd Street New York, N.Y. 10017
P. A. Riegler	Asst. Comptroller	135 East 42nd Street New York, N.Y. 10017
R. S. Shelton	Asst. Comptroller	135 East 42nd Street New York, N.Y. 10017
R. W. Ulrich	Asst. Comptroller	135 East 42nd Street New York, N.Y. 10017

TEXACO Inc.

POST OFFICE BOX 1722, ATLANTA, GEORGIA 30301

The Names and Post Office Addresses of the Directors are:

Laurie W. Folmar	135 East 42nd Street New York, New York 10017
The Earl of Granard	8, Rue Du Parc - Royal Paris 111, France
Maurice F. Granville	135 East 42nd Street New York, New York 10017
Gilbert W. Humphrey	100 Erieview Plaza Cleveland, Ohio 44114
Augustus C. Long	135 East 42nd Street New York, New York 10017
Howard W. McCall, Jr.	277 Park Avenue New York, New York 10017
William J. McGill	Columbia University in the City of New York New York, New York 10027
John K. McKinley	135 East 42nd Street New York, New York 10017
Thomas H. Moorer	The Pentagon OCJCS Room 2 E 865 Washington, D. C. 20301
George Parker, Jr.	1111 Alamo National Building San Antonio, Texas 78205
Ogden Phipps	245 Park Avenue New York, New York 10017
Robert V. Roosa	59 Wall Street New York, New York 10005
William Wrigley	410 N. Michigan Avenue Chicago, Illinois 60611
Wilford R. Young	135 East 42nd Street New York, New York 10017

Filing fee: \$15.00

To be filed annually
between January 1st and March 1st

State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE

ANNUAL REPORT

OF

The Texas Company

Pursuant to the provisions of Section 7-1.1-118 of the General Laws, 1956, as amended, the undersigned corporation hereby submits the following annual report:

FIRST: The name of the corporation is The Texas Company

SECOND: It is incorporated under the laws of Maryland

THIRD: The address of its registered office in Rhode Island is 430 Hospital Trust Bldg., 15 Westminster Street, Providence, Rhode Island 02903 and the name of its registered agent in Rhode Island at such address is Paul H. Hodge

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is 10 Light Street, Baltimore, Maryland 21202

FIFTH: The character of the business in which it is actually engaged in Rhode Island, briefly stated, is Inactive

SIXTH: The names and respective addresses of its directors and officers are:

Name	Office	Address
------	--------	---------

	Director	
List	Director	
	Director	
Attached	Director	
	Director	
	Director	
	President	
	Vice President	
	Secretary	
	Treasurer	

SEVENTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
200	Common		\$10

MAR 1 1975

JMP

EIGHTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
200	Common		\$10

Dated February 20, 1975

For the Board
By

The Texas Company
(NAME OF CORPORATION)

CR Hoffman
Its Asst. Secretary

IN - 6-75 SEC-OF STATE 7756 AR***15.00

THE TEXAS COMPANY (MARYLAND)

The names and post office addresses of the Directors are:

W. J. Clayton	135 East 42nd Street, New York, N.Y. 10017
A. C. DeCrane, Jr.	do.
M. F. Granville	do.
J. K. McKinley	do.
P. E. Wissel	do.

The names and post office addresses of the Officers are:

M. F. Granville	Chairman of the Board of Directors	135 East 42nd St., New York, N.Y. 10017
J. K. McKinley	President	do.
C. D. Hall	Vice President	P.O. Box 1722, Atlanta, Georgia 30301
P. E. Wissel	Vice President	135 East 42nd St., New York, N.Y. 10017
W. J. Clayton	Secretary	do.
R. F. Nolan	Treasurer	do.
W. R. Young	General Counsel	do.
C. R. Hoffman	Assistant Secretary	P. O. Box 1722, Atlanta, Georgia 30301
W. R. Love	Comptroller	135 East 42nd St., New York, N.Y. 10017

Filing fee: \$15.00

To be filed annually
between January 1st and March 1st

State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE

ANNUAL REPORT

OF

TEXACO Inc.

Pursuant to the provisions of Section 7-1.1-118 of the General Laws, 1956, as amended, the undersigned corporation hereby submits the following annual report:

FIRST: The name of the corporation is TEXACO Inc.

SECOND: It is incorporated under the laws of Delaware

THIRD: The address of its registered office in Rhode Island is 430 Hospital Trust Bldg., 15 Westminster Street, Providence, Rhode Island 02903 and the name of its registered agent in Rhode Island at such address is

Paul H. Hodge

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is 229 South State Street, Dover, Delaware 19901

FIFTH: The character of the business in which it is actually engaged in Rhode Island, briefly stated, is Petroleum and its products

SIXTH: The names and respective addresses of its directors and officers are:

Name	Office	Address
------	--------	---------

	Director	
List	Director	
	Director	
Attached	Director	
	Director	
	Director	
	President	
	Vice President	
	Secretary	
	Treasurer	

SEVENTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
350,000,000	Common		\$6.25

MAR 1 1975
[Signature]

EIGHTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
274,290,237	Common		\$6.25

Dated February 20, 1975

Form Approved
By

TEXACO Inc.
(NAME OF CORPORATION)

CR Hoggman

Its Asst. Secretary

IN -6-75 STATE 757 AR*****15.00

TEXACO Inc.

POST OFFICE BOX 1722, ATLANTA, GEORGIA 30301

The Names and Post Office Addresses of the Directors are:

Laurie W. Polmar	135 East 42nd Street New York, New York 10017
The Earl of Granard	"Claire Ville B," Avenue Des Brayeres, Clarens, Montreux, Switzerland
Maurice F. Granville	135 East 42nd Street New York, New York 10017
Gilbert W. Humphrey	100 Erieview Plaza Cleveland, Ohio 44114
Augustus C. Long	135 East 42nd Street New York, New York 10017
Howard W. McCall, Jr.	20 Pine Street New York, New York 10015
William J. McGill	Columbia University in the City of New York New York, New York 10027
John K. McKinley	135 East 42nd Street New York, New York 10017
Thomas H. Moorcr	The Pentagon OCJCS Room 2 E 865 Washington, D. C. 20301
George Parker, Jr.	2300 Alamo National Building San Antonio, Texas 78205
Ogden Phipps	245 Park Avenue New York, New York 10017
Robert V. Roosa	59 Wall Street New York, New York 10005
William Wrigley	410 N. Michigan Avenue Chicago, Illinois 60611
Wilford R. Young	135 East 42nd Street New York, New York 10017

TEXACO Inc.

POST OFFICE BOX 1722, ATLANTA, GEORGIA 30301

The Names and Post Office Addresses of the Officers are:

Maurice F. Granville	Chairman of the Board of Directors	135 East 42nd Street New York, N.Y. 10017
Wilford R. Young	Vice Chairman of the Board of Directors and General Counsel	135 East 42nd Street New York, N.Y. 10017
John K. McKinley	President	135 East 42nd Street New York, N.Y. 10017
Laurie W. Folmar	Senior Vice President	135 East 42nd Street New York, N.Y. 10017
Annon M. Card	Senior Vice President	135 East 42nd Street New York, N.Y. 10017
Kerryn King	Senior Vice President	135 East 42nd Street New York, N.Y. 10017
James W. Kinnear	Senior Vice President	135 East 42nd Street New York, N.Y. 10017
Richard B. Palmer	Senior Vice President	135 East 42nd Street New York, N.Y. 10017
R. Howard Wilson	Senior Vice President	135 East 42nd Street New York, N.Y. 10017
William S. Barrack, Jr.	Vice President	135 East 42nd Street New York, N.Y. 10017
L. Weldon Calahan	Vice President	P. O. Box 52332 Houston, Texas 77052
Robert T. Carter	Vice President	P. O. Box 2100 Denver, Colorado 80201
William J. Coppoc	Vice President	P. O. Box 509 Beacon, N.Y. 12508
Alfred C. DeCrane, Jr.	Vice President	135 East 42nd Street New York, N.Y. 10017
William M. Fisher	Vice President	135 East 42nd Street New York, N.Y. 10017
James H. Gibbens	Vice President	P. O. Box 60252 New Orleans, La. 70160
Carl D. Hall	Vice President	P. O. Box 1722 Atlanta, Georgia 30301
Ben C. Hayton	Vice President	135 East 42nd Street New York, N.Y. 10017
Paul B. Hicks, Jr.	Vice President	135 East 42nd Street New York, N.Y. 10017
Otis B. Hocker	Vice President	P. O. Box 2100 Denver, Colorado 80201
James A. Hulme	Vice President	135 East 42nd Street New York, N.Y. 10017
William R. Love	Vice President and Comptroller	135 East 42nd Street New York, N.Y. 10017
R. C. McCay	Vice President	135 East 42nd Street New York, N.Y. 10017

TEXACO Inc.

POST OFFICE BOX 1722, ATLANTA, GEORGIA 30301

The Names and Post Office Addresses of the Officers are: (Continued)

Eddins W. McNealy	Vice President	P. O. Box 52332 Houston, Texas 77052
Hugh C. Minor	Vice President	2121 Ponce de Leon Blvd. Coral Gables, Fla. 33134
William W. Moore	Vice President	3350 Wilshire Blvd. Los Angeles, Calif. 90010
Cecil J. Olmstead	Vice President	135 East 42nd Street New York, N.Y. 10017
Willis B. Reals	Vice President	135 East 42nd Street New York, N.Y. 10017
Roland M. Routhier	Vice President	135 East 42nd Street New York, N.Y. 10017
Ward K. Savage, Jr.	Vice President	135 East 42nd Street New York, N.Y. 10017
F. Augustus Seamans	Vice President	135 East 42nd Street New York, N.Y. 10017
D. Allan Sedgwick	Vice President	3350 Wilshire Blvd. Los Angeles, Calif. 90010
Robert C. Shields	Vice President	2121 Ponce de Leon Blvd. Coral Gables, Fla. 33134
William K. Tell, Jr.	Vice President	1001 Connecticut Ave., N.W. Washington, D.C. 20006
John E. Tessieri	Vice President	P. O. Box 509 Beacon, N.Y. 12508
Travis L. Thompson	Vice President	332 S. Michigan Ave. Chicago, Ill. 60604
Peter E. Wissel	Vice President	135 East 42nd Street New York, N.Y. 10017
R. Earle Wright	Vice President	P. O. Box 52332 Houston, Texas 77052
Carl B. Davidson	Secretary	135 East 42nd Street New York, N.Y. 10017
Richard G. Brinkman	Treasurer	135 East 42nd Street New York, N.Y. 10017
Anderson T. Leiper	General Tax Counsel	135 East 42nd Street New York, N.Y. 10017
R. C. Gross	Asst. Secretary and Asst. Treasurer	135 East 42nd Street New York, N.Y. 10017
J. W. Bolton	Asst. Secretary	P. O. Box 60252 New Orleans, La. 70160
Philip Cresap, Jr.	Asst. Secretary	P. O. Box 52332 Houston, Texas 77052
L. N. Elsen	Asst. Secretary	P. O. Box 149 Chestnut Hill, Mass. 02167

TEXACO Inc.

POST OFFICE BOX 1722, ATLANTA, GEORGIA 30301

The Names and Post Office Addresses of the Officers are: (Continued)

Ruth N. Freese	Asst. Secretary	135 East 42nd Street New York, N.Y. 10017
Ruth M. Gwin	Asst. Secretary	P. O. Box 52332 Houston, Texas 77052
R. M. Harris	Asst. Secretary	P. O. Box 2100 Denver, Colorado 80201
C. R. Hoffman	Asst. Secretary	P. O. Box 1722 Atlanta, Georgia 30301
S. M. Jones	Asst. Secretary	332 S. Michigan Ave. Chicago, Ill. 60604
Heleyne Pauling	Asst. Secretary	3350 Wilshire Blvd. Los Angeles, Calif. 90010
Roger Rice	Asst. Secretary	2121 Ponce de Leon Blvd. Coral Gables, Fla. 33134
W. J. Tierney	Asst. Secretary	135 East 42nd Street New York, N.Y. 10017
L. V. Utke	Asst. Secretary	1040 Kings Highway, North Cherry Hill, N.J. 08034
M. K. Worley	Asst. Secretary	3350 Wilshire Blvd. Los Angeles, Calif. 90010
R. F. Nolan	Asst. Treasurer	135 East 42nd Street New York, N.Y. 10017
R. J. Sampson	Asst. Treasurer	135 East 42nd Street New York, N.Y. 10017
W. A. Starr	Asst. Treasurer	135 East 42nd Street New York, N.Y. 10017
E. W. Wolahan	Asst. Treasurer	135 East 42nd Street New York, N.Y. 10017
H. F. Bockhorn	Deputy Comptroller	135 East 42nd Street New York, N.Y. 10017
A. J. Bradford	Asst. Comptroller	135 East 42nd Street New York, N.Y. 10017
A. D'Antonio	Asst. Comptroller	135 East 42nd Street New York, N.Y. 10017
P. J. Lynch	Asst. Comptroller	135 East 42nd Street New York, N.Y. 10017
P. A. Riegler	Asst. Comptroller	135 East 42nd Street New York, N.Y. 10017
R. S. Shelton	Asst. Comptroller	135 East 42nd Street New York, N.Y. 10017