

No. **C 23354 A****Due no later than Jul 31, 2002
Annual Report Form**

Return to:

SECRETARY OF STATE
700 WEST JEFFERSON
PO BOX 83720
BOISE, ID 83720-0080**NO FILING FEE IF
RECEIVED BY DUE DATE**

1. Mailing Address - Correct in this box, if applicable

PHILLIPS PETROLEUM COMPANY
~~NATL OFFICE~~ W.E. TWYMAN
1250 ADAMS BLDG

BARTLESVILLE, OK 74004

2. Registered Agent and Office **NO PO BOX**UNITED STATES CORPORATION C
1401 SHORELINE DR STE 2

BOISE, ID 83702

3. New Registered Agent Signature

4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors.


<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>
PRESIDENT	J. J. MULVA	18 PHILLIPS BUILDING,	BARTLESVILLE,	OK	74004
SECRETARY	DALE J. BILLAM	1234 ADAMS BUILDING,	BARTLESVILLE,	OK	74004
DIRECTOR	ROBERT M. DEVLIN	2929 ALLEN PARKWAY,	HOUSTON,	TX	77019
DIRECTOR	J. STAPLETON ROY	350 PARK AVENUE,	NEW YORK,	NY	10022
DIRECTOR	DAVID L. BOREN	660 PARRINGTON OVAL,	ROOM 110,	NORMAN,	OK 73070

5. Organized Under the Laws of:

DELAWARE
C 23354 A

6.

Signature



Date

06/10/02

Name (Typed or Printed)

W.E. TWYMAN

Title

ASST. SECRETARY

Issued 05/01/2002

Do Not Tape or Staple

Phillips Petroleum Company

DIRECTORS

Robert M. Devlin Primary Address:	Director American General Corporation 2929 Allen Parkway Houston, TX 77019
J. Stapleton Roy Primary Address:	Director Kissinger Associates, Inc. 350 Park Avenue New York, NY 10022
Norman R. Augustine Primary Address:	Director Lockheed Martin Corporation 6801 Rockledge Drive Bethesda, MD 20817-1803
David L. Boren Primary Address:	Director University of Oklahoma 660 Parrington Oval, Room 110 Norman, OK 73070
Robert E. Chappell, Jr. Primary Address:	Director 239 Westchester Drive Griffin, GA 30223-8332
Larry D. Horner Primary Address:	Director Pacific USA Holdings Corp. 110 E 59th Street New York, NY 10022
J. J. Mulva Primary Address:	Director Phillips Petroleum Company 18 Phillips Building Bartlesville, OK 74004
Randall L. Tobias Primary Address:	Director Eli Lilly and Company Suite 110, 500 E. 96th Street Indianapolis, IN 46240
Victoria J. Tschinkel Primary Address:	Director Landers & Parsons 310 West College Ave. P.O. Box 271 Tallahassee, FL 32302
Kathryn C. Turner Primary Address:	Director Standard Technology, Inc. Suite 1400, 3 Skyline Place 5201 Leesburg Pike Falls Church, VA 22041

OFFICERS

J. J. Mulva Primary Address:	Chairman of the Board of Directors and Chief Executive Officer Phillips Petroleum Company 18 Phillips Building Bartlesville, OK 74004
Kevin O. Meyers Primary Address:	Executive Vice President Alaska Production and Operations 700 G Street Suite 2100 Anchorage, AK 99501
M. J. Panatier Primary Address:	Executive Vice President Refining, Marketing and Transportation The Circle K Corporation 1500 N. Priest Drive Tempe, AZ 85281
B. Z. Parker Primary Address:	Executive Vice President Worldwide Production and Operations Phillips Petroleum Company 17 Phillips Building Bartlesville, OK 74004
J. Bryan Whitworth Primary Address:	Executive Vice President, General Counsel and Chief Administrative Officer Phillips Petroleum Company 18 Phillips Building Bartlesville, OK 74004
W. B. Berry Primary Address:	Senior Vice President Exploration and Production Eurasia-Middle East 1550A Plaza Office Bldg Bartlesville, OK 74004
John A. Carrig Primary Address:	Senior Vice President and Chief Financial Officer Phillips Petroleum Company 18 Phillips Building Bartlesville, OK 74004
Dodd DeCamp Primary Address:	Senior Vice President Worldwide Exploration 1500 Plaza Office Bldg. Bartlesville, OK 74004
John E. Lowe Primary Address:	Senior Vice President Corporate Strategy and Development Phillips Petroleum Company 18 Phillips Building Bartlesville, OK 74004
J. C. Mihm Primary Address:	Senior Vice President Technology and Project Development Phillips Petroleum Company 260 Research Forum Bartlesville, OK 74004
Tom Nimbley Primary Address:	Senior Vice President 1400 Park Avenue Linden, NJ 07036
Steve Barham Primary Address:	Vice President None given

E. L. Batchelder Primary Address:	Vice President and Chief Information Officer 615 Information Center Bartlesville, OK 74004
Rand C. Berney Primary Address:	Vice President and Controller 800 Plaza Office Building Bartlesville, OK 74004
Don R. Duncan Primary Address:	Vice President Government Relations 1776 Eye Street, N.W. Suite 700 Washington, DC 20006
Mark Harper Primary Address:	Vice President The Circle K Corporation 1500 N. Priest Drive Tempe, AZ 85281
Joseph C. High Primary Address:	Vice President Human Resources and Services Phillips Petroleum Company 17 Phillips Building Bartlesville, OK 74004
Dave Holthe Primary Address:	Vice President The Circle K Corporation 1500 N. Priest Drive Tempe, AZ 85281
Andrew Kelleher Primary Address:	Vice President The Circle K Corporation 1500 N. Priest Drive Tempe, AZ 85281
Rich Reinken Primary Address:	Vice President None given
R. A. Ridge Primary Address:	Vice President Health, Environment and Safety 1244 Phillips Building Bartlesville, OK 74004
J. W. Sheets Primary Address:	Vice President and Treasurer 3 A3 Phillips Building Bartlesville, Ok 74004
L. A. Sugg Primary Address:	Vice President Worldwide Gas 15 D1 Phillips Building Bartlesville, OK 74004
Dale J. Billam Primary Address:	Secretary 1234 Adams Building Bartlesville, OK 74004
W. D. Stanley Primary Address:	General Tax Counsel 710G Plaza Office Bldg. Bartlesville, OK 74004
B. J. Clayton Primary Address:	General Tax Officer 700A Plaza Office Building Bartlesville, OK 74004

Phillips Petroleum Company

C. D. Johnson	Assistant Controller
Primary Address:	810C Plaza Office Building Bartlesville, OK 74004
R. B. Gisi	Assistant Treasurer
Primary Address:	4 A4 Phillips Building Bartlesville, OK 74004
Frances M. Vallejo	Assistant Treasurer
Primary Address:	376 Phillips Building Bartlesville, OK 74004
A. S. Becker	Assistant Secretary
Primary Address:	700 G Street Suite 2100 Anchorage, AK 99501
Joe Cochran	Assistant Secretary
Primary Address:	6330 W Loop South Bellaire, TX 77401
W. E. Twyman	Assistant Secretary
Primary Address:	1250 Adams Building Bartlesville, OK 74004 USA
E. W. Heaton	General Auditor
Primary Address:	750 Plaza Office Building Bartlesville, OK 74004