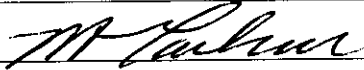


No. C 115407	Due no later than Jun 30, 2002 Annual Report Form	2. Registered Agent and Office NO PO BOX CT CORPORATION SYSTEM 300 N 6TH ST BOISE, ID 83701																																																												
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080	1. Mailing Address - Correct in this box, if applicable BECHTEL INFRASTRUCTURE CORPORATION TAX DEPT 50 BEALE ST SAN FRANCISCO, CA 94105	3. <u>New</u> Registered Agent Signature																																																												
NO FILING FEE IF RECEIVED BY DUE DATE																																																														
4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors.																																																														
<table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left;"><u>Office held</u></th> <th style="text-align: left;"><u>Name</u></th> <th style="text-align: left;"><u>Street or P.O. Address</u></th> <th style="text-align: left;"><u>City</u></th> <th style="text-align: left;"><u>State</u></th> <th style="text-align: left;"><u>Zip</u></th> </tr> </thead> <tbody> <tr> <td>CHRM & DIR</td> <td>LASPA, J.P.</td> <td>50 BEALE STREET, SAN FRANCISCO, CA</td> <td>94105-1895</td> <td></td> <td></td> </tr> <tr> <td>PRES & DIR</td> <td>MACDONALD, J.A.</td> <td>50 BEALE STREET, SAN FRANCISCO, CA</td> <td>94105-1895</td> <td></td> <td></td> </tr> <tr> <td>SR VP & DIR</td> <td>WILEY, C.M.</td> <td>50 BEALE STREET, SAN FRANCISCO, CA</td> <td>94105-1895</td> <td></td> <td></td> </tr> <tr> <td>VP & DIR</td> <td>DRAEGER, T.R.</td> <td>50 BEALE STREET, SAN FRANCISCO, CA</td> <td>94105-1895</td> <td></td> <td></td> </tr> <tr> <td>SECRETARY</td> <td>OGDEN, S.P.</td> <td>50 BEALE STREET, SAN FRANCISCO, CA</td> <td>94105-1895</td> <td></td> <td></td> </tr> <tr> <td>TREASURER</td> <td>KNOX, M.S.</td> <td>50 BEALE STREET, SAN FRANCISCO, CA</td> <td>94105-1895</td> <td></td> <td></td> </tr> <tr> <td>DIRECTOR</td> <td>CARTER, J.D.</td> <td>50 BEALE STREET, SAN FRANCISCO, CA</td> <td>94105-1895</td> <td></td> <td></td> </tr> <tr> <td>DIRECTOR</td> <td>MCINTIRE, L.A.</td> <td>50 BEALE STREET, SAN FRANCISCO, CA</td> <td>94105-1895</td> <td></td> <td></td> </tr> <tr> <td>DIRECTOR</td> <td>PROCTOR, G.C.</td> <td>50 BEALE STREET, SAN FRANCISCO, CA</td> <td>94105-1895</td> <td></td> <td></td> </tr> </tbody> </table>			<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>	CHRM & DIR	LASPA, J.P.	50 BEALE STREET, SAN FRANCISCO, CA	94105-1895			PRES & DIR	MACDONALD, J.A.	50 BEALE STREET, SAN FRANCISCO, CA	94105-1895			SR VP & DIR	WILEY, C.M.	50 BEALE STREET, SAN FRANCISCO, CA	94105-1895			VP & DIR	DRAEGER, T.R.	50 BEALE STREET, SAN FRANCISCO, CA	94105-1895			SECRETARY	OGDEN, S.P.	50 BEALE STREET, SAN FRANCISCO, CA	94105-1895			TREASURER	KNOX, M.S.	50 BEALE STREET, SAN FRANCISCO, CA	94105-1895			DIRECTOR	CARTER, J.D.	50 BEALE STREET, SAN FRANCISCO, CA	94105-1895			DIRECTOR	MCINTIRE, L.A.	50 BEALE STREET, SAN FRANCISCO, CA	94105-1895			DIRECTOR	PROCTOR, G.C.	50 BEALE STREET, SAN FRANCISCO, CA	94105-1895		
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5. Organized Under the Laws of: <div style="text-align: center; margin-top: 10px;"> NEVADA C 115407 </div>	6. <div style="display: flex; justify-content: space-between; align-items: flex-start; margin-top: 10px;"> <div style="width: 45%;"> Signature  Name (Typed or Printed) T.A. CARLSON </div> <div style="width: 45%;"> Date <u>5/1/02</u> T.A. CARLSON <small>Assistant Controller (Authorized Officer)</small> </div> </div>																																																													