

No. C 23465

Return to:

SECRETARY OF STATE
700 WEST JEFFERSON
PO BOX 83720
BOISE, ID 83720-0080

NO FILING FEE IF

RECEIVED BY DUE DATE

Due no later than Oct 31, 2001
Annual Report Form

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

CHEVRON U.S.A. INC.
TAX DEPARTMENT
~~575 MARKET ST~~ 2613 CAMINO RAMON
~~ROOM 2648~~ RM. 5319
~~SAN FRANCISCO, CA 94105~~
SAN RAMON, CA. 94583

2. Registered Agent and Office NO PO BOX

PRENTICE-HALL CORP SYSTEM
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.

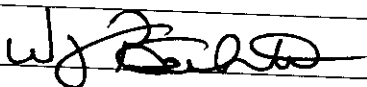
Office held	Name	Street or P.O. Address	City	State	Zip
PRESIDENT&DIR.	P. A. WOERTZ	6001 BOLLINGER CANYON RD.	SAN RAMON,	CA.	94583
SECRETARY	L. I. BEEBE	575 MARKET STREET,	SAN FRANCISCO,	CA.	94105
DIRECTOR	L. I. BEEBE	575 MARKET STREET,	SAN FRANCISCO,	CA.	94105
DIRECTOR	M. J. FOEHR	6001 BOLLINGER CANYON RD.	SAN RAMON,	CA.	94583
DIRECTOR	G. L. KIRKLAND	1301 MCKINNEY,	HOUSTON,	TX.	77010
DIRECTOR	T. R. THORNTON	1301 MCKINNEY,	HOUSTON,	TX.	77010
DIRECTOR	P. J. ROBERTSON	6001 BOLLINGER CANYON RD.	SAN RAMON,	CA.	94583
DIRECTOR	P. A. WOERTZ	6001 BOLLINGER CANYON RD.	SAN RAMON,	CA.	94583

5. Organized Under the Laws of:

PENNSYLVANIA
C 23465

6.

Signature



Date

AUG 21 2001

Name (Typed or Printed)

W. J. BRECHTEL

Title

ASST. SECRETARY

Issued 08/01/2001

Do Not Tape or Staple

3872

CHEVRON U.S.A. INC.

25-0527925

Directors

Business Address

L. I. Beebe	575 Market Street, San Francisco, CA 94105
M. J. Foehr	6001 Bollinger Canyon Rd., San Ramon, CA. 94583
G. L. Kirkland	1301 McKinney, Houston, TX. 77010
T. R. Thornton	1301 McKinney, Houston, TX. 77010
P. J. Robertson	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
P. A. Woertz	6001 Bollinger Canyon Rd, San Ramon, CA. 94583

Name

Officers

Business Address

P. A. Woertz	President	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
G. L. Kirkland	Executive V/P	1301 McKinney, Houston, TX. 77010
L. I. Beebe	Vice-President	575 Market Street, San Francisco, CA 94105
	& Secretary	
P. V. Bennett	Vice-President	2005 Diamond Blvd, Concord, CA 94520
	& Treasurer	
H. P. Walker	Vice-President	575 Market Street, San Francisco, CA 94105
	& Asst Secretary	
P. T. Cavanaugh	Vice-President	1401 I Street, NW, Ste 1200, Washington, DC 20005
M. J. Foehr	Vice-President	6001 Bollinger Canyon Rd., San Ramon, CA. 94583
G. H. Hagstrom	Vice-President	575 Market St. San Francisco, CA. 94105
E. B. Scott	Vice-President	6001 Bollinger Canyon Rd, San Ramon, CA 94583
T. R. Thornton	Vice-President	1301 McKinney, Houston, TX. 77010
O. F. Baldwin II	Asst Secretary	11111 S. Wilcrest, Houston, TX 77099
S. A. Berg	Asst Secretary	2613 Camino Ramon, San Ramon, CA. 94583
D. T. Berlin	Asst Secretary	11111 S. Wilcrest, Houston, TX. 77099
W. J. Brechtel	Asst Secretary	2613 Camino Ramon, San Ramon, CA 94583
W. A. Brommelsiek	Asst Secretary	4900 California Avenue, Bakersfield, CA 93309
T. R. Brown	Asst Secretary	5750 Johnston Street, , Lafayette, LA 70503
R. M. Buelow	Asst Secretary	5001 California Ave., Bakersfield, CA 93309
V. L. Byers III	Asst Secretary	4900 California Avenue, Bakersfield, CA 93309
W. F. Byers	Asst Secretary	1301 McKinney, Houston, TX. 77010
G. R. Cain	Asst Secretary	935 Gravier Street, New Orleans, LA 70112
P. D. Cannon	Asst Secretary	2811 Hayes Rd., Houston, TX. 77082
M. L. Carthew	Asst Secretary	2613 Camino Ramon, San Ramon, CA. 94583
R. P. Cohagan	Asst Secretary	11111 S. Wilcrest, Houston, TX 77099
R. K. Connon	Asst Secretary	#2 Portman Street, W1H OAN, England
J. W. Crowley	Asst Secretary	6001 Bollinger Canyon Rd, San Ramon, CA 94583
G. L. Darnsteadt	Asst Secretary	6001 Bollinger Canyon Road, San Ramon, CA. 94583
T. J. Daughtrey-Kram	Asst Secretary	2811 Hayes Rd., Houston, TX 77082
H. P. Davis, Jr.	Asst Secretary	2300 Windy Ridge Pkwy., Atlanta, GA 30339
D. M. Drago	Asst Secretary	6001 Bollinger Canyon Rd., San Ramon, Ca. 94583
R. E. Eckhoff	Asst Secretary	6001 Bollinger Canyon Road, San Ramon, CA. 94583
D. L. Ely	Asst Secretary	2005 Diamond Blvd, Concord, CA. 94520
J. J. Ely	Asst Secretary	2613 Camino Ramon, San Ramon, Ca. 94583
C. R. Farber	Asst Secretary	575 Market Street, San Francisco, CA 94105
D. L. Farr	Asst Secretary	935 Gravier Street, New Orleans, LA. 70112
B. T. Fish	Asst Secretary	5959 Corporate Driver, Houston, TX. 77036
M. H. Forman	Asst Secretary	1301 McKinney, Houston, TX 77010
C. D. Frisbie	Asst Secretary	15 Smith Rd. , Midland, TX 79705
N. Godfrey	Asst Secretary	6001 Bollinger Canyon Rd., San Ramon, CA. 94583
E. J. Graber	Asst Secretary	11111 S. Wilcrest, Houston, TX. 77099

CHEVRON U.S.A. INC.

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C. H. Guthrie	Asst Secretary
D. Haley	Asst Secretary
R. J. Harris	Asst Secretary
M. Hauser	Asst Secretary
G. D. Henderson	Asst Secretary
C. Ho	Asst Secretary
R. G. Howard	Asst Secretary
M. A. Humphrey	Asst Secretary
R. E. Jackson	Asst Secretary
L. W. Johns	Asst Secretary
J. H. Jones, Jr.	Asst Secretary
R. J. Kolb	Asst Secretary
J. G. Larre	Asst Secretary
J. S. Lastrapes	Asst Secretary
R. Lavorerio	Asst Secretary
G. L. LeBeau	Asst Secretary
T. J. Linardi	Asst Secretary
C. R. Lines	Asst Secretary
P. Lovett	Asst Secretary
S. E. Lystad	Asst Secretary
C. N. Macfarlane	Asst Secretary
J. F. Mailey	Asst Secretary
M. B. Meyer	Asst Secretary
J. B. Mott	Asst Secretary
A. J. Naquin	Asst Secretary
N. A. Norris	Asst Secretary
L. J. Oliver	Asst Secretary
R. A. Palmer	Asst Secretary
W. R. Parker	Asst Secretary
R. M. Petersen	Asst Secretary
R. D. Pitre	Asst Secretary
C. A. Quartana	Asst Secretary
T. W. Reich	Asst Secretary
P. A. R. Rixon	Asst Secretary
C. K. L. Robertson	Asst Secretary
A. S. Robinson	Asst Secretary
G. D. Schuman	Asst Secretary
W. M. Sellers	Asst Secretary
D. T. Sherman	Asst Secretary
E. Simonson	Asst Secretary
A. H. Singer	Asst Secretary
M. C. Smith	Asst Secretary
F. G. Soler	Asst Secretary
A. M. Sparks	Asst Secretary
G. R. Steinbach	Asst Secretary
D. R. Stevenson	Asst Secretary
M. E. Sullivan	Asst Secretary
R. B. Taylor	Asst Secretary
T. R. Thornton	Asst Secretary
C. C. Thut	Asst Secretary
D. J. Triplitt	Asst Secretary
W. K. Turner	Asst Secretary
A. H. Uzzell	Asst Secretary

6001 Bollinger Canyon Rd., San Ramon, CA. 94583
 390 Orchard Road, Singapore, 0923
 2613 Camino Ramon, San Ramon, CA. 94583
 11111 S. Wilcrest, Houston, TX 77236
 4900 California Ave., Bakersfield, CA 93302
 2613 Camino Ramon, San Ramon, CA. 94583
 11111 S. Wilcrest, Houston, TX 77099
 500 Fifth Avenue, S.W., Calgary, T2P OL7, Canada
 15 Smith Rd., Claydessa Bldg., Midland, TX 79702-1150
 3300 Monte Cristo Road, Bakersfield, CA 93308
 6001 Bollinger Canyon Rd, San Ramon, CA. 94583
 1301 McKinney, Houston, TX 77251
 935 Gravier Street, New Orleans, LA 70112
 1301 McKinney, Houston, TX 77010
 1200 State Street, Perth Amboy, NJ 08861
 935 Gravier Street, New Orleans, LA 70112
 2300 Windy Ridge Pkwy., Atlanta, GA 30339
 1300 Beach Blvd , Lahabra, CA. 90631
 575 Market Street, San Francisco, CA 94105
 145 S. State college, Brea. Ca. 92821
 6001 Bollinger Canyon Rd, San Ramon, CA. 94583
 11111 S. Wilcrest, Houston, TX 77099
 1301 McKinney, Houston, TX 77010
 1301 McKinney, Houston, TX 77010
 935 Gravier Street, New Orleans, LA 70112
 145 S. State College, Brea, Ca. 92821
 6001 Bollinger Canyon Rd, San Ramon, CA 94583
 2613 Camino Ramon, San Ramon, CA. 94583
 11111 S. Wilcrest, Houston, TX.77099
 1301 McKinney, Houston, TX 77010
 935 Gravier Street, New Orleans, LA 70112
 1301 McKinney, Houston, TX 77010
 1301 McKinney, Houston, TX. 77010
 #2 Portman Street, London, WH1 OAN, England
 2613 Camino Ramon, San Ramon, CA. 94583
 1301 McKinney, Houston, TX 77010
 1301 McKinney, Houston, Tx. 77010
 1301 McKinney, Houston, TX 77010
 6001 Bollinger Canyon Rd, San Ramon, CA 94583
 2613 Camino Ramon, San Ramon, CA. 94583
 2613 Camino Ramon, San Ramon, CA. 94583
 935 Gravier Street, New Orleans, LA 70112
 575 Market Street, San Francisco, CA 94105
 145 S. State College, Brea, Ca. 92821
 646 Country Square Drive, Ventura, CA. 93003
 1301 McKinney, Houston, TX 77010
 1200 State St., Perth Amboy, NJ. 08861
 4900 California Avenue, Ste., Bakersfield, CA 93309
 1301 McKinney, Houston, TX. 77010
 6001 Bollinge Canyon Rd., San Ramon, CA. 94583
 2613 Camino Ramon, San Ramon, CA. 94583
 2613 Camino Ramon, San Ramon, CA. 94583
 1301 McKinney, Houston, TX 77010

CHEVRON U.S.A. INC.

25-0527925

A. H. Vance	Asst Secretary	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
E. T. Van Reet	Asst Secretary	15 Smith Rd., Midland, TX, 79702-1150
A. E. Wacker	Asst Secretary	1301 McKinney, Houston, TX 77251
R. B. Wagstaff	Asst Secretary	1301 McKinney, Houston, TX 77010
D. M. Walker	Asst Secretary	2300 Windy Ridge PKWY, STE 800, Atlanta, GA. 30339-5673
E. L. Walker	Asst Secretary	2613 Camino Ramon, San Ramon, CA. 94583
P. G. Walker	Asst Secretary	935 Gravier Street, New Orleans, LA 70112
B. J. Walley	Asst Secretary	2613 Camino Ramon, San Ramon, CA. 94583
D. J. Wechsler	Asst Secretary	6001 Bollinger Canyon Rd, San Ramon, CA 94583
D. H. Wilson	Asst Secretary	1301 McKinney, Houston, TX 77010
E. G. Wong	Asst Secretary	6001 Bollinger Canyon Rd, San Ramon, CA 94583
C. Woolington	Asst Secretary	1301 McKinney, Houston, TX 77010
D. K. Wright	Asst Secretary	1301 McKinney, Houston, TX 77010
P. E. Yarrington	Asst Secretary	575 Market Street, San Francisco, CA. 94105
W. J. Young	Asst Secretary	2300 Windy Ridge Pkwy, Suite 800, Atlanta, GA 30339
D. A. Greenspan	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
S. H. Peth	Asst Treasurer	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
J. W. Rath	Asst Treasurer	6001 Bollinger Canyon Rd, San Ramon, CA 94583
R. S. Richards	Asst Treasurer	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
H. B. Sheppard	Asst Treasurer	6001 Bollinger Canyon Rd, San Ramon, CA. 94583

Term Expires: On next annual meeting of stockholders or upon election or appointment of successors.

08/20/01