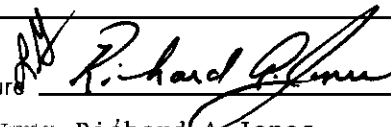


No. C 32437	Annual Report Form <i>Due No Later Than November 30,</i> 1999		2. Registered Agent and Office NOT A P.O. BOX C. T. CORPORATION SYSTEM 300 NORTH SIXTH STREET BOISE ID 83701												
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FEE REQUIRED * FIRST NOTICE *	1. Mailing Address - Please Correct, If Not Correct ASHLAND INC. CHARLES D. ELLIS P. O. BOX 14000 LEXINGTON KY 40512		3. Organized Under the Laws of: KY C 32437												
4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors Limited Liability Companies: Enter Names and Addresses of <input type="checkbox"/> Managers or <input type="checkbox"/> Members (check one) <table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left; width: 15%;"><u>Office held</u></th> <th style="text-align: left; width: 25%;"><u>Name</u></th> <th style="text-align: left; width: 35%;"><u>Street or P.O. Address</u></th> <th style="text-align: left; width: 15%;"><u>City</u></th> <th style="text-align: left; width: 10%;"><u>State</u></th> <th style="text-align: left; width: 10%;"><u>Zip</u></th> </tr> </thead> <tbody> <tr> <td colspan="6" style="padding-top: 20px;">See List Attached</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>	See List Attached					
<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>										
See List Attached															
5. Signature of New Registered Agent		6. <div style="display: flex; justify-content: space-between; align-items: flex-start; margin-top: 10px;"> <div style="width: 60%;"> Signature  Name (Typed or Printed) <u>Richard A Jones</u> </div> <div style="width: 35%;"> Date <u>10/11/00</u> Title <u>Assistant Treasurer-Tax</u> </div> </div>													

ISSUED: 07-03-1999

2457

**ASHLAND INC.
OFFICERS AND DIRECTORS LIST
BUSINESS ADDRESSES**

DIRECTORS:

OFFICE ADDRESSES:

Samuel C. Butler

Cravath, Swaine & Moore
Worldwide Plaza
825 Eighth Avenue
New York NY 10019

Frank C. Carlucci

The Carlyle Group
1001 Pennsylvania Avenue NW
Washington D.C. 20004-2505

Paul W. Chellgren

50 E. RiverCenter Boulevard
Covington KY 41012-0391

Dr. Ernest H. Drew

2029 Las Tunas Road
Santa Barbara CA 93103

James B. Farley

Villa D'Este
2665 North Ocean Boulevard
Delray Beach FL 33483 (winter)
OR
51 Taylor Road
Short Hills NJ 07078 (summer)

Dr. Bernadine P. Healy

Office of the President
American Red Cross
430 17th Street NW, 2ND Floor
Washington DC 20006

Mannie L. Jackson

Harlem Globetrotters Int'l, Inc.
One Arizona Center
400 E. Van Buren St. Suite 300
Phoenix AZ 85004

Patrick F. Noonan

The Conservatioin Fund
1800 N. Kent Street
Suite 1120
Arlington VA 22209

Jane C. Pfeiffer

1050 Beach Road Apt 1G
John's Island
Vero Beach FL 32963

William L. Rouse, Jr.

2201 Regency Road Suite 602
Lexington KY 40503

Theodore M. Solso

Cummins Engine Company, Inc.
500 Jackson Street
Columbus IN 47201-6258

EXECUTIVE OFFICERS:**OFFICE ADDRESSES:**

Paul W. Chellgren	Chairman of the Board and Chief Executive Officer	50 E. RiverCenter Boulevard Covington KY 41012-0391
J. Marvin Quin	Senior Vice President and Chief Financial Officer	50 E. RiverCenter Boulevard Covington KY 41012-0391
James R. Boyd	Senior Vice President and Group Operating Officer, APAC and Arch Coal, Inc.	50 E. RiverCenter Boulevard Covington KY 41012-0391
David J. Antoni	Senior Vice President and Group Operating Officer Ashland Distribution and Ashland Specialty Chemical	5200 Blazer Parkway Dublin OH 43017
Charles F. Potts	Senior Vice President; President of APAC, Inc.	900 Ashwood Parkway Suite 700 Atlanta GA 30338-4780
James J. O'Brien	Senior Vice President; President, Valvoline Co. A Division of Ashland Inc.	3499 Blazer Parkway Lexington KY 40509
Kenneth L. Aulen	Administrative Vice President And Controller	500 Diederich Boulevard Russell KY 41169
Philip W. Block	Administrative Vice President, Human Resources	50 E. RiverCenter Boulevard Covington KY 41012-0391
Peter M. Bokach	Vice President; President of Ashland Distribution Co. A Division of Ashland Inc.	5200 Blazer Parkway Dublin OH 43017
James A. Duquin	Vice President and President of Ashland Specialty Chemical Co. A Division of Ashland Inc.	5200 Blazer Parkway Dublin OH 43017
David L. Hausrath	Vice President and General Counsel	50 E. RiverCenter Boulevard Covington KY 41012-0391
Richard P. Thomas	Vice President and Secretary	50 E. RiverCenter Boulevard Covington KY 41012-0391
James D. Lacy	Vice President	50 E. RiverCenter Boulevard Covington KY 41012-0391

OTHER OFFICERS:

Roger B. Craycraft	Vice President
Glenn W. Hammer	Vice President, Environmental, Health and Safety
Carl A. Pecko	Vice President, Planning
Daniel B. Huffman	Treasurer
John C. Biehl	Assistant Secretary
Thomas F. Davis	Assistant Secretary
Linda L. Foss	Assistant Secretary
Paul S. Meyer	Assistant Secretary
J. Michael Pepper	Assistant Secretary
T. Cody Wales	Assistant Secretary
Joseph R. Broce	Assistant Treasurer
Charles H. Seal	Assistant Treasurer
Richard A. Jones	Assistant Secretary – Tax Assistant Treasurer – Tax
M. Ray Pace	Assistant Secretary – Tax Assistant Treasurer – Tax

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