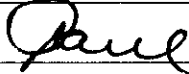


No. C 123806	Due no later than May 31, 2003 Annual Report Form		2. Registered Agent and Office NO PO BOX												
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FILING FEE IF RECEIVED BY DUE DATE	1. Mailing Address - Correct in this box, if applicable		CT CORPORATION SYSTEM 300 N 6TH ST BOISE, ID 83701 3. <u>New</u> Registered Agent Signature												
	PENNZOIL-QUAKER STATE COMPANY LINDA F CONDIT PO BOX 2967 HOUSTON, TX 77252														
4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors. <table border="1"> <thead> <tr> <th><u>Office held</u></th> <th><u>Name</u></th> <th><u>Street or P.O. Address</u></th> <th><u>City</u></th> <th><u>State</u></th> <th><u>Zip</u></th> </tr> </thead> <tbody> <tr> <td colspan="6" style="text-align: center;">SEE ATTACHED LIST</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 ATTACHED LIST					
<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>										
SEE ATTACHED LIST															
5. Organized Under the Laws of: DELAWARE C 123806		6. Signature  Date <u>5/29/2003</u> Name <small>(Typed or Printed)</small> <u>S. J. PAUL</u> Title <u>ASST. SECRETARY</u>													

PENNZOIL-QUAKER STATE COMPANY

DIRECTORS

Duncan J. Palmer	910 Louisiana Houston, TX 77002
David J. Pirret	700 Milam Houston, TX 77002

OFFICERS

David J. Pirret	President & Chief Executive Officer	700 Milam Houston, TX 77002
Terry A. Kirkley	Vice President - Supply Chain	700 Milam Houston, TX 77002
Dale A. Erickson	Vice President - Tax	910 Louisiana Houston, TX 77002
Duncan J. Palmer	Vice President, Chief Financial Officer & Treasurer	910 Louisiana Houston, TX 77002
Douglas S. Boyle	Vice President - Automotive/Consumer Products	700 Milam Houston, TX 77002
Marc C. Graham	Vice President - Fast Lubes	700 Milam Houston, TX 77002
Diana K. Austin	Vice President - Industrial	700 Milam Houston, TX 77002
Larry G. Cekella	Vice President - Transportation	700 Milam Houston, TX 77002
Steve L. Hirst	Vice President - International	700 Milam Houston, TX 77002
W. (Bill) C. Lowrey	Vice President - Legal	910 Louisiana Houston, TX 77002

PENNZOIL-QUAKER STATE COMPANY

OFFICERS

William T. Fitzpatrick	Vice President - Human Resources & Services	700 Milam Houston, TX 77002
Kenetta D. Joseph	Secretary	910 Louisiana Houston, TX 77002
Stephen J. Paul	Assistant Secretary	910 Louisiana Houston, TX 77002
Michael J. Maratea	Controller	700 Milam Houston, TX 77002
Nancy L. Wilson	Assistant Treasurer	700 Milam Houston, TX 77002
Mark J. D. Adamson	Assistant Treasurer	910 Louisiana Houston, TX 77002