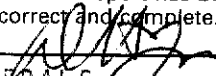


No. C103065	Annual Report Form 1996 <i>Due No Later Than November 30,</i>		2. Registered Agent and Office NOT A P.O. BOX																									
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FEE REQUIRED * FIRST NOTICE *	1. Mailing Address - Please Correct, If Not Correct		CT CORPORATION SYSTEM 300 N 6TH ST BOISE ID 83701																									
	BHP MINERALS INTERNATIONAL E 550 CALIFORNIA ST SAN FRANCISCO CA 94104		3. Organized Under the Laws of: DE C103065																									
	4. Corporations: Enter Names and 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 border="1" 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>PRESIDENT & DIRECTOR</td> <td>R.N. HICKMAN</td> <td>550 CALIFORNIA ST.</td> <td>SAN FRANCISCO</td> <td>CA</td> <td>94104</td> </tr> <tr> <td>V.P. & SECRETARY & DIRECTOR</td> <td>T.R. DANKMEYER</td> <td>550 CALIFORNIA ST.</td> <td>SAN FRANCISCO</td> <td>CA</td> <td>94104</td> </tr> <tr> <td>V.P. & DIRECTOR</td> <td>O.N. WARIN</td> <td>550 CALIFORNIA ST.</td> <td>SAN FRANCISCO</td> <td>CA</td> <td>94104</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>	PRESIDENT & DIRECTOR	R.N. HICKMAN	550 CALIFORNIA ST.	SAN FRANCISCO	CA	94104	V.P. & SECRETARY & DIRECTOR	T.R. DANKMEYER	550 CALIFORNIA ST.	SAN FRANCISCO	CA	94104	V.P. & DIRECTOR	O.N. WARIN	550 CALIFORNIA ST.	SAN FRANCISCO	CA	94104
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5. NATURE OF BUSINESS EXPLORATION FOR DEVELOPMENT OF MINERALS		6. I certify that this Annual Report has been examined by me and is to the best of my knowledge true, correct and complete. Signature <u></u> Date <u>7/24/96</u> Name <small>(Typed or Printed)</small> <u>D. H. PAYNE</u> Title <u>V.P. - TAX</u>																										

ISSUED: 07-06-1995

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