

No. **C 113118**

Due no later than Dec 31, 2002
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

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

CONOCO POWER MARKETING INC.
~~ML 3162~~ **ML 3170**
600 N DAIRY ASHFORD

C T CORPORATION SYSTEM
300 NORTH 6TH STREET

BOISE, ID 83701

**NO FILING FEE IF
RECEIVED BY DUE DATE**

HOUSTON, TX 77079

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

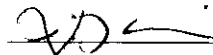
PLEASE SEE ATTACHED

5. Organized Under the Laws of:

DELAWARE
C 113118

6.

Signature



Date

11/04/02

Name
(Typed or
Printed)

Jennifer M. Garcia

Title

Asst.
Secretary

**CONOCO POWER MARKETING INC.
600 N. DAIRY ASHFORD
HOUSTON, TX 77079**

LIST OF OFFICERS AND DIRECTORS

TITLE	NAME	BUSINESS ADDRESS
Director (Senior Director)	Frederickson, Philip L.	600 N. Dairy Ashford Houston, TX 77079
Director	Goldman, Robert W.	600 N. Dairy Ashford Houston, TX 77079
Director & President	Cosnahan, Henderson W.	600 N. Dairy Ashford Houston, TX 77079
Director & Vice President	Stice, John M.	600 N. Dairy Ashford Houston, TX 77079
Vice President	Boone, Willis E.	600 N. Dairy Ashford Houston, TX 77079
Vice President & Treasurer	Cornelius, Sigmund L.	600 N. Dairy Ashford Houston, TX 77079
Assistant Treasurer	Durbin, John E.	600 N. Dairy Ashford Houston, TX 77079
Assistant Treasurer	McFadin, Charles S.	600 N. Dairy Ashford Houston, TX 77079
Controller	Welch, W. David	600 N. Dairy Ashford Houston, TX 77079
Secretary	Gist, Michael A.	600 N. Dairy Ashford Houston, TX 77079
Assistant Secretary	Garcia, Jennifer M.	600 N. Dairy Ashford Houston, TX 77079
Assistant Secretary	Short, Susan F.	600 N. Dairy Ashford Houston, TX 77079
Assistant Secretary	Ancelet, Lisa K.	600 N. Dairy Ashford Houston, TX 77079

updated 01/02

The above listed officers and directors will hold their title until a successor is chosen and qualified.