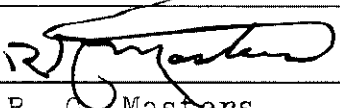
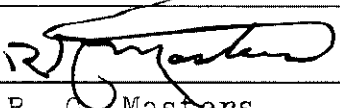
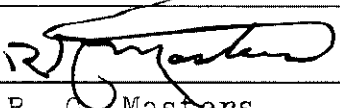


No. <b>C 36022</b>	<b>Annual Report Form 1999</b> <i>Due No Later Than November 30,</i>		2. Registered Agent and Office <b>NOT A P.O. BOX</b>  <b>CT CORPORATION SYSTEM</b> <b>300 NORTH SIXTH STREET</b>  <b>BOISE ID 83701</b>												
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080  <b>NO FEE REQUIRED</b>  <b>* FIRST NOTICE *</b>	<b>1. Mailing Address - Please Correct, If Not Correct</b>  <b>BETHLEHEM STEEL CORPORATION</b> <b>R. G. MASTERS</b> <b>MARTIN TOWER, ROOM 2055</b>  <b>BETHLEHEM PA 18016</b>		3. Organized Under the Laws of:  <b>DE C 36022</b>												
4. Corporations: Enter Names and Business Addresses of <b>President, Secretary and Directors</b> Limited Liability Companies: Enter Names and Addresses of <input type="checkbox"/> <b>Managers</b> or <input type="checkbox"/> <b>Members</b> (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="text-align: center; height: 100px; vertical-align: middle;">           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. Signature of New Registered Agent		6. <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 50%;">           Signature  </td> <td style="width: 50%;">           Date <u>July 23, 1999</u> </td> </tr> <tr> <td>           Name (Typed or Printed) <u>R. G. Masters</u> </td> <td>           Title <u>Assistant Sec'y</u> </td> </tr> </table>		Signature 	Date <u>July 23, 1999</u>	Name (Typed or Printed) <u>R. G. Masters</u>	Title <u>Assistant Sec'y</u>								
Signature 	Date <u>July 23, 1999</u>														
Name (Typed or Printed) <u>R. G. Masters</u>	Title <u>Assistant Sec'y</u>														

ISSUED: 07-03-1999

1084

# BETHLEHEM STEEL CORPORATION

## DIRECTORS

CURTIS H. BARNETTE ..... Martin Tower 2118, 1170 8th Ave., Bethlehem, PA 18016-7699  
BENJAMIN R. CIVILETTI ..... 2 Hopkins Plaza, Baltimore, MD 21201-2978  
WORLEY H. CLARK ..... 20 South Clark Street, Chicago, IL 60603  
JOHN B. CURCIO ..... 5 Doe Point, St. Helena Island, SC 29920-9366  
LEWIS B. KADEN ..... 450 Lexington Avenue, New York, NY 10017  
HARRY P. KAMEN ..... 200 Park Avenue, Suite 5700, New York, NY 10166  
WILLIAM M. LANDUYT ..... 230 Half Mile Road, Red Bank, NJ 07701  
ROBERT McCLEMENTS, JR. .... 773 Sugartown Road, Malvern, PA 19355  
GARY L. MILLENBRUCH ..... Martin Tower 1918, 1170 8th Ave., Bethlehem, PA 18016-7699  
ROGER P. PENNY ..... Martin Tower 2110, 1170 8th Ave., Bethlehem, PA 18016-7699  
SHIRLEY D. PETERSON ..... 401 Rosemont Ave., Frederick, MD 21701-8575  
DEAN P. PHYBERS ..... 220 Rosebrook Road, New Canaan, CT 06840  
JOHN F. RUFFLE ..... 23 Wall Street, New York, NY 10260-0023

## OFFICERS

<u>Name</u>	<u>Title</u>	<u>Business Address</u>
Curtis H. Barnette	Chairman and Chief Executive Officer	1170 8th Ave., Bethlehem, PA 18016-7699
Roger P. Penny	President and Chief Operating Officer	1170 8th Ave., Bethlehem, PA 18016-7699
Gary L. Millenbruch	Executive Vice President, Chief Financial Officer & Treasurer	1170 8th Ave., Bethlehem, PA 18016-7699
Duane R. Dunham	Executive Vice President and Chief Commercial Officer	1170 8th Ave., Bethlehem, PA 18016-7699
Augustine E. Moffitt, Jr.	Senior Vice President and Chief Administrative Officer	1170 8th Ave., Bethlehem, PA 18016-7699
Lonnie A. Arnett	Vice President & Controller	1170 8th Ave., Bethlehem, PA 18016-7699
Stephen G. Donches	Vice President	1170 8th Ave., Bethlehem, PA 18016-7699
William H. Graham	Vice President, General Counsel & Secretary	1170 8th Ave., Bethlehem, PA 18016-7699
John L. Kluttz	Vice President	1170 8th Ave., Bethlehem, PA 18016-7699
Carl F. Meitzner	Vice President	1170 8th Ave., Bethlehem, PA 18016-7699
Malcolm J. Roberts	Vice President and Chief Technology Officer	1170 8th Ave., Bethlehem, PA 18016-7699
Robert A. Rudzki	Vice President and Chief Procurement Officer	1170 8th Ave., Bethlehem, PA 18016-7699
Dorothy L. Stephenson	Vice President	1170 8th Ave., Bethlehem, PA 18016-7699
Charles W. Campbell Jr.	Assistant Secretary	1170 8th Ave., Bethlehem, PA 18016-7699
Richard G. Masters	Assistant Secretary	1170 8th Ave., Bethlehem, PA 18016-7699
Kathleen M. Mills	Assistant Secretary	1170 8th Ave., Bethlehem, PA 18016-7699
Leonard M. Anthony	Assistant Treasurer	1170 8th Ave., Bethlehem, PA 18016-7699
Blaise E Derrico	Assistant Treasurer	1170 8th Ave., Bethlehem, PA 18016-7699

## BUSINESS UNITS

Walter N. Barger	President, Burns Harbor Division	Box 248, Chesterton, IN 46304
Andrew R. Futchko	President, Pennsylvania Steel Technologies	215 Front Street, Steelton, PA 17113-2594
Carl W. Johnson	President, Sparrows Point Division	5111 North Point Blvd., Sp. Pt., MD 21219
Van R. Reiner	President, Bethlehem Lukens Plate	50 South First Ave., Coatesville, PA 19320-3418
J. Michael Zaia	President, Railroad Subsidiaries	1170 8th Ave., Bethlehem, PA 18016-7699