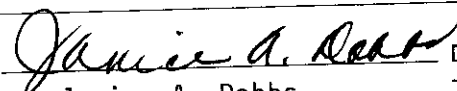


No. C 91702	Due no later than Mar 31, 2001 Annual Report Form		2. Registered Agent and Office NO PO BOX CORPORATION SERVICE COMPANY 1401 SHORELINE DR STE 2 BOISE, ID 83702
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FILING FEE IF RECEIVED BY DUE DATE	1. Mailing Address - Correct in this box, if applicable DEVON SFS OPERATING, INC. 840 GESSNER STE 1400 20 N. Broadway, Suite 1500 HOUSTON, TX 77024 Oklahoma City, OK 73102		3. <u>New</u> Registered Agent Signature

4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors.

<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>
President	J. Larry Nichols	20 N. Broadway, Ste. 1500, OKC	OK	OK	73102
Secretary	Marian J. Moon	20 N. Broadway, Ste. 1500, OKC	OK	OK	73102
Director	J. M. Lacey	20 N. Broadway, Ste. 1500, OKC	OK	OK	73102
Director	Darryl G. Smette	20 N. Broadway, Ste. 1500, OKC	OK	OK	73102
Director	William T. Vaughn	20 N. Broadway, Ste. 1500, OKC	OK	OK	73102

See Enclosure for complete list of officers and directors.

5. Organized Under the Laws of: DELAWARE C 91702	6. Signature  Name (Typed or Printed) Janice A. Dobbs Date 2/27/01 Title: Asst. Secretary Time XXXX
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Directors, Officers Report

Devon SFS Operating, Inc.

Tuesday, February 27, 2001

DIRECTORS

J. M. Lacey
Darryl G. Smette
William T. Vaughn

Director
Director
Director

OFFICERS

R. D. Clark
Don D. DeCarlo
Janice A. Dobbs
Mark K. Gress
Danny J. Heatly
J. M. Lacey
Duke R. Ligon
R. Alan Marcum
Marian J. Moon
J. Larry Nichols
Darryl G. Smette
H. Allen Turner
William A. Van Wie
William T. Vaughn
Dale T. Wilson

Vice President
Vice President
Assistant Secretary
Agent and Attorney-in-Fact
Vice President
Senior Vice President
Senior Vice President and General Counsel
Controller
Senior Vice President and Secretary
President and Chief Executive Officer
Senior Vice President
Senior Vice President
Vice President
Senior Vice President
Treasurer

NOTE: The address for each director and officer listed above is: 20 N. Broadway,
Suite 1500, Oklahoma City, OK 73102.