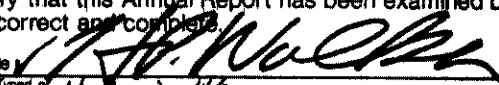
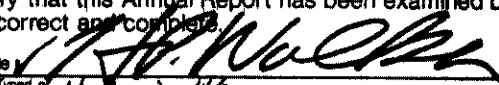
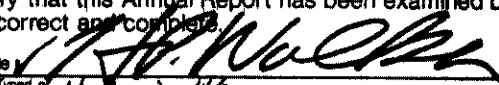


No. 23465	Idaho Corporation Annual Report Form		2. Registered Agent and Office NOT A P.O. BOX											
Return To Secretary of State Room 203, Statehouse Boise, ID 83720 NO FEE REQUIRED	Due No Later Than November 1, 1991		C T CORPORATION SYSTEM											
	1. Mailing Address — Please Correct, If Not Correct		300 NORTH SIXTH STREET											
	CHEVRON U.S.A. INC. TAX DEPARTMENT 225 BUSH STREET SAN FRANCISCO CA 94104		BOISE ID 83701 3. Incorporated Under The Laws of PA NO: 023465											
4. Names and Addresses of Officers and Directors <table border="1"> <thead> <tr> <th>Name</th> <th>Street or P.O. Address</th> <th>City</th> <th>State</th> <th>Zip</th> </tr> </thead> <tbody> <tr> <td colspan="5" style="text-align: center;">SEE SCHEDULE ATTACHED</td> </tr> </tbody> </table>					Name	Street or P.O. Address	City	State	Zip	SEE SCHEDULE ATTACHED				
Name	Street or P.O. Address	City	State	Zip										
SEE SCHEDULE ATTACHED														
5. Nature of Business TO ENGAGE IN ALL PHASES OF THE PETROLEUM INDUSTRY		6. I certify that this Annual Report has been examined by me and is to the best of my knowledge true, correct and complete. <table border="1"> <tr> <td>Signature</td> <td>Date</td> </tr> <tr> <td>  Name (Typed or Printed) H. F. Wake </td> <td>AUG 12 1991</td> </tr> <tr> <td></td> <td>Title</td> </tr> <tr> <td></td> <td>ASSISTANT SECRETARY</td> </tr> </table>			Signature	Date	 Name (Typed or Printed) H. F. Wake	AUG 12 1991		Title		ASSISTANT SECRETARY		
Signature	Date													
 Name (Typed or Printed) H. F. Wake	AUG 12 1991													
	Title													
	ASSISTANT SECRETARY													

CHEVRON U.S.A. INC.
575 Market Street, San Francisco CA 94105

List of Officers and Directors*

<u>Name</u>	<u>Office</u>	<u>Business Address</u>	<u>S. S. No.</u>
W. J. Price	*President	575 Market Street, San Francisco, CA 94105	
R. E. Galvin	*Senior Vice-President	575 Market Street, San Francisco, CA 94105	
D. R. Hoyer	*Senior Vice-President	575 Market Street, San Francisco, CA 94105	
C. B. Branstetter	Vice-President	1301 McKinney, Houston, TX 77010	
D. W. Callahan	Vice-President	1350 South Boulder, Tulsa, OK 74119	
J. T. Cameron	Vice-President	6001 Bollinger Canyon Road, San Ramon, CA 94583-0938	
J. W. Dewes	Vice-President	575 Market Street, San Francisco, CA 94105	
B. D. Frolich	Vice-President	575 Market Street, San Francisco, CA 94105	
C. M. Ghylin	Vice-President	1700 "K" St., N. W. Suite 1204, Washington, D. C.	
W. R. Herrin, Jr.	Vice-President	1350 South Boulder, Tulsa, OK 74119	
P. S. Hobin	*Vice-President	575 Market Street, San Francisco, CA 94105	
J. E. Hooks	Vice-President	935 Gravier Street, New Orleans, LA 70112	
J. P. Irving	Vice-President	575 Market Street, San Francisco, CA 94105	
P. R. Larson	Vice-President	575 Market Street, San Francisco, CA 94105	
W. M. Lewis	Vice-President	1301 McKinney, Houston, TX 77010	
D. E. Lott, Jr.	Vice-President	575 Market Street, San Francisco, CA 94105	
E. P. Price	Vice-President	935 Gravier Street, New Orleans, LA 70112	
P. J. Robertson	*Vice-President	575 Market Street, San Francisco, CA 94105	
D. C. Smith	Vice-President	575 Market Street, San Francisco, CA 94105	
T. B. Sumner	Vice-President	6400 S. Fiddler's Green Circle, Englewood, CO 80111	
W. J. Fassler	Regional Vice-President	700 S. Flower, Suite 1426, Los Angeles, CA 90017	
M. J. McAuley	Secretary	225 Bush Street, San Francisco, CA 94104	
R. G. Williamson	Treasurer	2120 Diamond Blvd., Concord, CA 94520	
W. D. Allman	Assistant Secretary	225 Bush Street, San Francisco, CA 94104	
J. W. Ault	Assistant Secretary	5001 California Avenue, Bakersfield, CA 93309	
O. F. Baldwin II	Assistant Secretary	6001 Bollinger Canyon Rd., San Ramon, CA 94583	
K. L. Barnett	Assistant Secretary	15 Smith Rd., Claydessa Bdlg., Midland, TX 79705	
J. A. Belk	Assistant Secretary	2003 Diamond Blvd, Concord, CA 94520	
J. R. Bocek	Assistant Secretary	11111 S. Wilcrest, Houston, TX 77099	
C. J. Boger	Assistant Secretary	6400 S. Fiddler's Green Circle, Englewood, CO 80111	
G. L. Boots	Assistant Secretary	1350 South Boulder, Tulsa, OK 74119	
R. A. Bowie	Assistant Secretary	900 E. University Ave., Lafayette, LA 70503	
B. B. Bryant	Assistant Secretary	1301 McKinney, Houston, TX 77010	
V. L. Byers III	Assistant Secretary	5001 California Avenue, Bakersfield, CA 93309	
G. R. Cain	Assistant Secretary	6400 S. Fiddler's Green Circle, Englewood, CO 80111	
G. T. Cole	Assistant Secretary	15 Smith Rd., Claydessa Bdlg., Midland, TX 79705	
A. D. Cornwell	Assistant Secretary	575 Market Street, San Francisco, CA 94105	
J. W. Crowley	Assistant Secretary	2400 Camino Ramon, Br.6, Bdg. K, San Ramon, CA 94583	
H. P. Davis, Jr.	Assistant Secretary	340 Interstate North Parkway, Suite 200, Atlanta, GA 30339	
G. L. DiLetto	Assistant Secretary	6400 S. Fiddler's Green Circle, Englewood, CO 80111	
B. T. Dumas	Assistant Secretary	1301 McKinney, Houston, TX 77010	
C. R. Farber	Assistant Secretary	225 Bush Street, San Francisco, CA 94104	
M. H. Forman	Assistant Secretary	1301 McKinney, Houston, TX 77010	
M. J. Pratterolo	Assistant Secretary	1200 State Street, Perth Amboy, NJ 08861	
T. E. Henn	Assistant Secretary	2300 Windy Ridge Pkwy., Suite 800, Marietta, GA 30067	
B. E. Griggs	Assistant Secretary	Sec. No. 96, 2003 Diamond Blvd., Concord, CA 94520	
B. H. Hunley	Assistant Secretary	935 Gravier Street, New Orleans, LA 70112	

<u>Name</u>	<u>Office</u>	<u>Business Address</u>	<u>S. S. No.</u>
E. R. Jones	Assistant Secretary	1301 McKinney, Houston, TX 77010	
D. M. Lucas	Assistant Secretary	1200 State Street, Perth Amboy, NJ 08861	
W. K. Lauritsen	Assistant Secretary	810 Glencages Court, Towson, MD 21204	
D. H. MacLean	Assistant Secretary	1301 McKinney, Houston, TX 77010	
E. G. Malerba	Assistant Secretary	1301 McKinney, Houston, TX 77010	
G. M. Masada	Assistant Secretary	100 Richmond Way, Richmond, CA 94802	
D. H. Messer	Assistant Secretary	15 Smith Rd., Claydesta Bldg., Midland, TX 79705	
J. B. Mott	Assistant Secretary	6001 Bollinger Canyon Road, San Ramon, CA 94583	
A. J. Naquin	Assistant Secretary	935 Gravier Street, New Orleans, LA 70112	
P. J. Nicholls	Assistant Secretary	11111 S. Wilcrest, Houston, TX 77099	
R. A. Palmer	Assistant Secretary	1301 McKinney, Houston, TX 77010	
B. A. Parker	Assistant Secretary	935 Gravier Street, New Orleans, LA 70112	
E. M. Shinnors	Assistant Secretary	935 Gravier Street, New Orleans, LA 70112	
C. M. Smith	Assistant Secretary	225 Bush Street, San Francisco, CA 94104	
G. C. Smith	Assistant Secretary	646 County Square Drive, Ventura, CA 93003	
M. C. Smith	Assistant Secretary	1350 South Boulder, Tulsa, OK 74119	
D. M. Steele	Assistant Secretary	6001 Bollinger Canyon Road, San Ramon, CA 94583	
G. H. Thomas, Jr.	Assistant Secretary	2401 Camino Ramon, Br.#6, San Ramon, CA 94583	
R. B. Taylor	Assistant Secretary	225 Bush Street, San Francisco, CA 94104	
G. P. Thurmond	Assistant Secretary	1301 McKinney, Houston, TX 77010	
H. P. Walker	Assistant Secretary	225 Bush Street, San Francisco, CA 94104	
J. C. Watson	Assistant Secretary	100 Richmond Way, Richmond, CA 94802	
F. R. Caravello	Assistant Treasurer	520 Madison Avenue, New York, NY 10022	
R. C. Cunningham	Assistant Treasurer	225 Bush Street, San Francisco, CA 94104	
R. F. Dautel	Assistant Treasurer	225 Bush Street, San Francisco, CA 94104	
A. E. Hollingsworth	Assistant Treasurer	2120 Diamond Blvd., Concord, CA 94520	
E. J. Kettel	Assistant Treasurer	225 Bush Street, San Francisco, CA 94104	
R. E. Lee	Assistant Treasurer	520 Madison Avenue, New York, NY 10022	
A. G. Oller	Assistant Treasurer	520 Madison Avenue, New York, NY 10022	
H. B. Sheppard	Assistant Treasurer	225 Bush Street, San Francisco, CA 94104	
D. P. Smay	Assistant Treasurer	225 Bush Street, San Francisco, CA 94104	

*Director's Term Expires: On next annual meeting of stockholders or upon election or appointment of successor.

Officer's Term Expires: On next annual meeting of Board of Directors or upon election or appointment of successor.

7/19/91

CUSAD&O.BUS/NEW SUB