

No. **C 36975 A****Due no later than Dec 31, 2001**

Return to:

SECRETARY OF STATE
700 WEST JEFFERSON
PO BOX 83720
BOISE, ID 83720-0080**Annual Report Form**

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

~~USA CORPORATION~~

600 GRANT ST

PITTSBURGH, PA 15219

2. Registered Agent and Office **NO PO BOX**~~PRENTICE-HALL CORP SYSTEM~~
1401 SHORELINE DR STE 2

BOISE, ID 83702

3. New Registered Agent Signature**NO FILING FEE IF****RECEIVED BY DUE DATE**

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>
CEO	Thomas J. Usher	600 Grant Street	Pittsburgh	PA	15219-2800
Secretary	Dan D. Sandman	600 Grant Street	Pittsburgh	PA	15219-2800

See attachment for directors

5. Organized Under the Laws of:

DELAWARE
C 36975 A

6.

Signature

(Typed or
Printed)

Craig D. Mallick

Date 12/5/01

Title

Asst. Secy.

Issued 10/02/2001

Do Not Tape or Staple

**USX CORPORATION
BOARD OF DIRECTORS**

DIRECTOR	ADDRESS
Neil A. Armstrong	4635 Drake Road Cincinnati OH 45243
Clarence P. Cazalot, Jr.	Marathon Oil Company 5555 San Felipe Road Houston TX 77056
J. Gary Cooper	Commonwealth National Bank 2214 St. Stephens Road Mobile AL 36617
Charles A. Corry	2024 Murdstone Road Pittsburgh PA 15241
Robert M. Hernandez	600 Grant Street Pittsburgh PA 15219-2800
Shirley A. Jackson	Rensselaer Polytechnic Institute 3021 Troy Building 110 Eighth Street Troy NY 12180-3590
Charles R. Lee	Verizon Communications 1095 Avenue of the Americas – 39 th Floor New York NY 10036
Paul E. Lego	Executive Associates Office One PPG Place Suite 2970 Pittsburgh PA 15333
John F. McGillicuddy	Chase Manhattan Bank 270 Park Avenue, 32 nd Floor New York NY 10017-2070
Seth E. Schofield	8600 S Ocean Drive Jensen Beach FL 34957
John W. Snow	CSX Corporation One James Center 901 East Cary Street Richmond VA 23219-4031
Thomas J. Usher	600 Grant Street Pittsburgh PA 15219-2800
Douglas C. Yearley	Phelps Dodge Corporation 2600 N. Central Ave. Phoenix AZ 85004-3014