

No. **C 36975 A****Due no later than Dec 31, 2000****Annual Report Form**

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
USX 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

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>
Chairman & CEO	Thomas J. Usher	600 Grant Street	Pittsburgh	PA	15219-4776
Secretary	Dan D. Sandman	600 Grant Street	Pittsburgh	PA	15219-4776

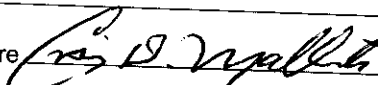
See attachment for Directors

5. Organized Under the Laws of:

DELAWARE
C 36975 A

6.

Signature

Name
(Typed or
Printed)
Craig D. Mallick

Date 11/10/00

Title:

~~XXXX~~ Asst. Secretary

Issued 10/02/2000

Do Not Tape or Staple

**BOARD OF DIRECTORS
OF
USX CORPORATION**

ARMSTRONG,	Neil A.	4635 Drake Road, Cincinnati, OH 45243
CAZALOT,	Clarence P., Jr.	Marathon Oil Company, PO Box 3128, 5555 San Felipe Road, Houston, TX 77056-2723
COOPER,	J. Gary	Commonwealth National Bank 2214 St. Stephens Road Mobile, AL 36617
CORRY,	Charles A.	2024 Murdstone Road, Pittsburgh, PA 15241
		272 Grand Bay II, 3040 Grand Bay Blvd. (Jan.-Apr.) Longboat Key, Florida 34228
HERNANDEZ,	Robert M.	600 Grant Street, Pittsburgh, PA 15219-4776
JACKSON,	Dr. Shirley A.	Rensselaer Polytechnic Institute President's Office - 3021 Troy Bldg., 110 Eighth St. Troy, NY 12180-3590
LEE,	Charles R.	Verizon Communications 1095 Avenue of the Americas - 39 th Floor New York, NY 10036
LEGO,	Paul E.	Executive Associates Office One PPG Place, Suite 2970 Pittsburgh, PA 15222
MCGILLICUDDY,	John F.	Chase Manhattan Bank 270 Park Avenue, 32nd FL, New York, NY 10017-2070
SCHOFIELD,	Seth E.	8600 South Ocean Drive, Apt. 1106 Jensen Beach, FL 34957
		<u>7/28/00-10/15/00:</u> 105 Middleton Place, Ponte Vedra Beach, FL 32082
SNOW,	John W.	CSX Corporation, One James Center 901 East Cary Street, Richmond, VA 23219-4031
USHER,	Thomas J.	600 Grant Street, Pittsburgh, PA 15219-4776
WILHELM,	Paul J.	600 Grant Street, Pittsburgh, PA 15219-4776
YEARLEY,	Douglas C.	Phelps Dodge Corporation, 2600 North Central Avenue Phoenix, AZ 85004-3014