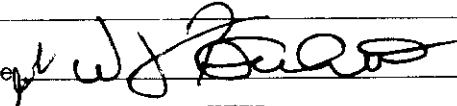
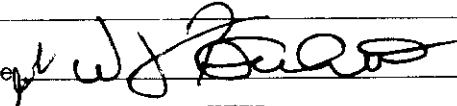
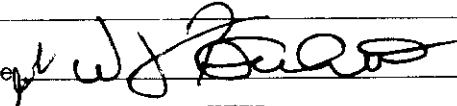


No. C 23465	Due no later than October 31, 2003 Annual Report Form	2. Registered Agent and Office NO PO BOX PRENTICE-HALL CORP SYSTEM 1401 SHORELINE DR STE 2 BOISE, ID 83702																																																						
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FILING FEE IF RECEIVED BY DUE DATE	1. Mailing Address - Correct in this box, if applicable CHEVRON U.S.A. INC. TAX DEPARTMENT 2613 CAMINO RAMON ROOM 5319 SAN RAMON, CA 94583	3. <u>New</u> Registered Agent Signature																																																						
4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors. <table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left;"><u>Office held</u></th> <th style="text-align: left;"><u>Name</u></th> <th style="text-align: left;"><u>Street or P.O. Address</u></th> <th style="text-align: left;"><u>City</u></th> <th style="text-align: left;"><u>State</u></th> <th style="text-align: left;"><u>Zip</u></th> </tr> </thead> <tbody> <tr> <td>PRESIDENT -</td> <td>R. I. WILCOX</td> <td>1111 BAGBY ST.</td> <td>HOUSTON, TX.</td> <td></td> <td>77002</td> </tr> <tr> <td>SECRETARY -</td> <td>L. I. BEEBE</td> <td>6001 BOLLINGER CANYON RD.</td> <td>SAN RAMON, CA.</td> <td></td> <td>94583</td> </tr> <tr> <td>TREASURER -</td> <td>P. V. BENNETT</td> <td>2005 DIAMOND BLVD.,</td> <td>CONCORD, CA.</td> <td></td> <td>94520</td> </tr> <tr> <td>DIRECTOR -</td> <td>L. I. BEEBE</td> <td>6001 BOLLINGER CANYON RD.</td> <td>SAN RAMON, CA.</td> <td></td> <td>94583</td> </tr> <tr> <td>DIRECTOR -</td> <td>M. J. FOEHR</td> <td>6001 BOLLINGER CANYON RD.</td> <td>SAN RAMON, CA.</td> <td></td> <td>94583</td> </tr> <tr> <td>DIRECTOR -</td> <td>D. C. REEVES</td> <td>6001 BOLLINGER CANYON RD.</td> <td>SAN RAMON, CA.</td> <td></td> <td>94583</td> </tr> <tr> <td>DIRECTOR -</td> <td>T. R. THORNTON</td> <td>1301 MCKINNEY,</td> <td>HOUSTON, TX.</td> <td></td> <td>77010</td> </tr> <tr> <td>DIRECTOR -</td> <td>R. I. WILCOX</td> <td>1111 BAGBY ST.</td> <td>HOUSTON, TX.</td> <td></td> <td>77002</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>	PRESIDENT -	R. I. WILCOX	1111 BAGBY ST.	HOUSTON, TX.		77002	SECRETARY -	L. I. BEEBE	6001 BOLLINGER CANYON RD.	SAN RAMON, CA.		94583	TREASURER -	P. V. BENNETT	2005 DIAMOND BLVD.,	CONCORD, CA.		94520	DIRECTOR -	L. I. BEEBE	6001 BOLLINGER CANYON RD.	SAN RAMON, CA.		94583	DIRECTOR -	M. J. FOEHR	6001 BOLLINGER CANYON RD.	SAN RAMON, CA.		94583	DIRECTOR -	D. C. REEVES	6001 BOLLINGER CANYON RD.	SAN RAMON, CA.		94583	DIRECTOR -	T. R. THORNTON	1301 MCKINNEY,	HOUSTON, TX.		77010	DIRECTOR -	R. I. WILCOX	1111 BAGBY ST.	HOUSTON, TX.		77002
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5. Organized Under the Laws of: PENNSYLVANIA C 23465	6. <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 60%;"> Signature  </td> <td style="width: 40%;"> Date AUG 18 2003 </td> </tr> <tr> <td> Name (typed or Printed) W. J. BRECHTEL </td> <td> Title ASST. SECRETARY </td> </tr> </table>		Signature 	Date AUG 18 2003	Name (typed or Printed) W. J. BRECHTEL	Title ASST. SECRETARY																																																		
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CHEVRON U.S.A. INC.

25-0527925

Directors

Business Address

L. I. Beebe	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
M. J. Foehr	6001 Bollinger Canyon Rd., San Ramon, CA. 94583
D. C. Reeves	6001 Bollinger Canyon Rd, San Ramon, CA 94583
T. R. Thornton	1301 McKinney, Houston, TX. 77010
R. I. Wilcox	1111 Bagby St., Houston, TX. 77002

Name

Officers

Business Address

R. I. Wilcox	President	1111 Bagby St., Houston, TX. 77002
D. C. Reeves	Executive V/P	6001 Bollinger Canyon Rd, San Ramon, CA 94583
L. I. Beebe	Vice-President & Secretary	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
P. V. Bennett	Vice-President & Treasurer	2005 Diamond Blvd, Concord, CA 94520
W. C. Taylor	Vice-President & Asst Secretary	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
W. M. Williams	Vice-President	2613 Camino Ramon, San Ramon, Ca. 94583
P. T. Cavanaugh	Vice-President	1401 I Street, NW, Ste 1200, Washington, DC 20005
M. J. Foehr	Vice-President	6001 Bollinger Canyon Rd., San Ramon, CA. 94583
G. H. Hagstrom	Vice-President	6001 Bollinger Canyon Rd., San Ramon, Ca. 94583
E. B. Scott	Vice-President	6001 Bollinger Canyon Rd, San Ramon, CA 94583
T. R. Thornton	Vice-President	1301 McKinney, Houston, TX. 77010
O. F. Baldwin II	Asst Secretary	11111 S. Wilcrest, Houston, TX 77099
S. A. Berg	Asst Secretary	2613 Camino Ramon, San Ramon, CA. 94583
W. J. Brechtel	Asst Secretary	2613 Camino Ramon, San Ramon, CA 94583
W. A. Brommelsiek	Asst Secretary	4900 California Avenue, Bakersfield, CA 93309
T. R. Brown	Asst Secretary	5750 Johnston Street, , Lafayette, LA 70503
R. M. Buelow	Asst Secretary	5001 California Ave., Bakersfield, CA 93309
V. L. Byers III	Asst Secretary	4900 California Avenue, Bakersfield, CA 93309
W. F. Byers	Asst Secretary	1111 Bagby St., Houston, TX. 77002
G. R. Cain	Asst Secretary	935 Gravier Street, New Orleans, LA 70112
P. D. Cannon	Asst Secretary	2811 Hayes Rd., Houston, TX. 77082
M. L. Carthew	Asst Secretary	2613 Camino Ramon, San Ramon, CA. 94583
K. F. Clever	Asst Secretary	2300 Windy Ridge Pkwy Ste 800, Atlanta, Georgia 30339-5673
J. W. Crowley	Asst Secretary	6001 Bollinger Canyon Rd, San Ramon, CA 94583
R. L. Curry	Asst Secretary	1111 Bagby St, Houston, TX. 77002
G. L. Darnsteadt	Asst Secretary	6001 Bollinger Canyon Road, San Ramon, CA. 94583
T. J. Daughtrey-Kramer	Asst Secretary	2811 Hayes Rd., Houston, TX 77082
H. P. Davis	Asst Secretary	6001 Bollinger Canyon Road, San Rmaon, Ca. 94583
J. T. DeClaire	Asst Secretary	2003 Diamond Blvd., Concord CA. 94520-5738
J. E. Dickinson	Asst Secretary	1301 McKinney, Houston, TX. 77010
D. M. Drago	Asst Secretary	6001 Bollinger Canyon Rd., San Ramon, Ca. 94583
G. Eberhard	Asst Secretary	6001 Bollinger Canyon Rd, San Ramon, Ca. 94583
R. E. Eckhoff	Asst Secretary	6001 Bollinger Canyon Road, San Ramon, CA. 94583
T. I. Edghill	Asst Secretary	2000 Westchester Ave., White Plains, NY. 10650
D. L. Ely	Asst Secretary	100 Chevron Way, Richmond, CA 94802
J. J. Ely	Asst Secretary	2613 Camino Ramon, San Ramon, Ca. 94583
D. L. Farr	Asst Secretary	935 Gravier Street, New Orleans, LA. 70112
J. S. Farrand	Asst Secretary	2333 Ponce De Leon Blvd., Coral Gables, FL. 33134
M. H. Forman	Asst Secretary	1111 Bagby St., Houston, TX. 77002
C. D. Frisbie	Asst Secretary	15 Smith Rd. , Midland, TX 79705
J. D. Gass	Asst Secretary	6001 Bollinger Canyon Rd., San Ramon, Ca. 94583
J. Gaston	Asst Secretary	1400 Woodlands Forest Dr., The Woodlands TX. 77380

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N. Godfrey	Asst Secretary	6001 Bollinger Canyon Rd., San Ramon, CA. 94583
C. H. Guthrie	Asst Secretary	6001 Bollinger Canyon Rd., San Ramon, CA. 94583
D. R. Haley	Asst Secretary	1111 Bagby St., Houston, TX. 77002
R. J. Harris	Asst Secretary	2613 Camino Ramon, San Ramon, CA. 94583
M. Hauser	Asst Secretary	11111 S. Wilcrest, Houston, TX 77236
G. Hejtmanek	Asst Secretary	6101 Bollinger Canyon Dr., San Ramon, CA. 94583
G. D. Henderson	Asst Secretary	4900 California Ave., Bakersfield, CA 93302
C. Ho	Asst Secretary	2613 Camino Ramon, San Ramon, CA. 94583
R. G. Howard	Asst Secretary	11111 S. Wilcrest, Houston, TX 77099
M. A. Humphrey	Asst Secretary	500 Fifth Avenue, S.W., Calgary, T2P OL7, Canada
R. E. Jackson	Asst Secretary	15 Smith Rd., Claydessa Bldg., Midland, TX 79702-1150
L. W. Johns	Asst Secretary	3300 Monte Cristo Road, Bakersfield, CA 93308
J. H. Jones, Jr.	Asst Secretary	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
R. J. Kolb	Asst Secretary	1301 McKinney, Houston, TX 77251
J. G. Larre	Asst Secretary	935 Gravier Street, New Orleans, LA 70112
J. S. Lastrapes	Asst Secretary	1301 McKinney, Houston, TX 77010
R. Lavererio	Asst Secretary	1200 State Street, Perth Amboy, NJ 08861
G. L. LeBeau	Asst Secretary	935 Gravier Street, New Orleans, LA 70112
T. J. Linardi	Asst Secretary	2300 Windy Ridge Pkwy., Atlanta, GA 30339
S. E. Lystad	Asst Secretary	145 S. State college, Brea. Ca. 92821
C. N. Macfarlane	Asst Secretary	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
J. F. Mailey	Asst Secretary	11111 S. Wilcrest, Houston, TX 77099
C. B. Marley	Asst Secretary	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
P. Massih	Asst Secretary	1331 Lamar, Houston, Tx. 77010
M. McDaniel	Asst Secretary	Four Houston Center , Houston, TX 77042
M. B. Meyer	Asst Secretary	1301 McKinney, Houston, TX 77010
G. C. Morby	Asst Secretary	1111 Bagby Street, Houston, TX. 77002
J. B. Mott	Asst Secretary	1301 McKinney, Houston, TX 77010
A. J. Naquin	Asst Secretary	935 Gravier Street, New Orleans, LA 70112
E. N. Nelson	Asst Secretary	2333 Ponce De Leon Blvd., Coral Gables FL. 33134
M. A. Nelson	Asst Secretary	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
N. A. Norris	Asst Secretary	145 S. State College, Brea, Ca. 92821
L. J. Oliver	Asst Secretary	6001 Bollinger Canyon Rd, San Ramon, CA 94583
A. M. Payne	Asst Secretary	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
R. M. Petersen	Asst Secretary	1301 McKinney, Houston, TX 77010
R. D. Pitre	Asst Secretary	935 Gravier Street, New Orleans, LA 70112
H. Porkert	Asst Secretary	6101 Bollinger Canyon Dr., San Ramon, CA. 94583
C. A. Quartana	Asst Secretary	1301 McKinney, Houston, TX 77010
T. W. Reich	Asst Secretary	1301 McKinney, Houston, TX. 77010
D. R. Retz	Asst Secretary	2003 Diamond Blvd., Concord, CA 94520-5738
P. A. R. Rixon	Asst Secretary	#2 Portman Street, London, WH1 OAN, England
C. K. L. Robertson	Asst Secretary	2613 Camino Ramon, San Ramon, CA. 94583
A. S. Robinson	Asst Secretary	1301 McKinney, Houston, TX 77010
K. C. Schafer	Asst Secretary	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
E. S. Schaffer	Asst Secretary	2613 Camino Ramon, San Ramon, CA. 94583
G. D. Schuman	Asst Secretary	1301 McKinney, Houston, Tx. 77010
W. M. Sellers	Asst Secretary	1301 McKinney, Houston, TX 77010
D. T. Sherman	Asst Secretary	6001 Bollinger Canyon Rd, San Ramon, CA 94583
A. H. Singer	Asst Secretary	2613 Camino Ramon, San Ramon, CA. 94583
M. C. Smith	Asst Secretary	935 Gravier Street, New Orleans, LA 70112
F. G. Soler	Asst Secretary	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
A. M. Sparks	Asst Secretary	145 S. State College, Brea, Ca. 92821
G. R. Steinbach	Asst Secretary	646 Country Square Drive, Ventura, CA. 93003
D. R. Stevenson	Asst Secretary	1301 McKinney, Houston, TX 77010
M. E. Sullivan	Asst Secretary	1200 State St., Perth Amboy, NJ. 08861

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P. L. Tai	Asst Secretary	6001 Bollinger Canyon Rd., San Ramon, CA. 94583
R. B. Taylor	Asst Secretary	4900 California Avenue, Ste., Bakersfield, CA 93309
C. C. Thut	Asst Secretary	6001 Bollinger Canyon Rd., San Ramon, CA. 94583
D. J. Triplitt	Asst Secretary	2613 Camino Ramon, San Ramon, CA. 94583
G. Tsuchiya	Asst Secretary	2613 Camino Ramon, San Ramon, CA. 94583
W. K. Turner	Asst Secretary	2613 Camino Ramon, San Ramon, CA. 94583
A. H. Uzzell	Asst Secretary	1301 McKinney, Houston, TX 77010
A. H. Vance	Asst Secretary	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
E. T. Van Reet	Asst Secretary	15 Smith Rd., Midland, TX, 79702-1150
R. R. Veiga	Asst Secretary	2333 Ponce De Leon Blvd., Coral Gables, FL. 33134
A. E. Wacker	Asst Secretary	1301 McKinney, Houston, TX 77251
R. B. Wagstaff	Asst Secretary	1301 McKinney, Houston, TX 77010
D. M. Walker	Asst Secretary	2300 Windy Ridge PKWY, STE 800, Atlanta, GA. 30339-5673
E. L. Walker	Asst Secretary	2613 Camino Ramon, San Ramon, CA. 94583
P. G. Walker	Asst Secretary	935 Gravier Street, New Orleans, LA 70112
B. J. Walley	Asst Secretary	2613 Camino Ramon, San Ramon, CA. 94583
D. A. Walsh	Asst Secretary	6001 Bollinger Canyon Rd, San Ramon, CA 94583
T. O. Watson	Asst Secretary	145 S. State College, Brea, Ca. 92821
D. J. Wechsler	Asst Secretary	6001 Bollinger Canyon Rd, San Ramon, CA 94583
D. H. Wilson	Asst Secretary	1301 McKinney, Houston, TX 77010
E. G. Wong	Asst Secretary	6001 Bollinger Canyon Rd, San Ramon, CA 94583
C. Woolington	Asst Secretary	1301 McKinney, Houston, TX 77010
D. K. Wright	Asst Secretary	1301 McKinney, Houston, TX 77010
H. Xun	Asst Secretary	6001 Bollinger Canyon Rd., San Ramon, CA. 94583
P. E. Yarrington	Asst Secretary	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
W. J. Young	Asst Secretary	2300 Windy Ridge Pkwy, Suite 800, Atlanta, GA 30339
C. S. Ziemba	Asst Secretary	1111 Bagby Street, Houston, TX 77020
J. G. di Zerega	Asst Secretary	4601 DTC Blvd, Denver, CO. 80237
R. C. Gordan	Asst Treasurer	6001 Bollinger Canyon Rd., San Ramon, CA. 94583
D. A. Greenspan	Asst Treasurer	6001 Bollinger Canyon Rd, San Ramon, CA 94583
R. E. Lee	Asst Treasurer	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
C. Lim-Lee	Asst Treasurer	21 Sakra Road, Singapore 627890
J. D. Lyness	Asst Treasurer	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
S. H. Peth	Asst Treasurer	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
K. Riemer	Asst Treasurer	Caltex House 30 Raffles Place, Singapore, Singapore 627890
H. B. Sheppard	Asst Treasurer	6001 Bollinger Canyon Rd, San Ramon, CA. 94583
P. A. Wright	Asst Treasurer	30 Raffles Place, Singapore 048622