

No. 23354	Idaho Corporation Annual Report Form		2. Registered Agent and Office
Return To Secretary of State Room 203, Statehouse Boise, ID 83720 SEC. OF STATE NO FEE REQUIRED 89 SEP 5 PM 2 25	Due No Later Than November 1, 1989		US CORPORATION COMPANY
	1. Mailing Address — Please Correct 23354	700 W. IDAHO TOWER, STE. 1010	
	PHILLIPS PETROLEUM COMPANY D. L. CONE 6 AL PHILLIPS BUILDING	BOISE ID 83701	
	CARTLESVILLE OK 74004	3. Incorporated Under The Laws of DELAWARE NO: 23354	

4. Names and Addresses of Officers and Directors

NameStreet or P.O. AddressCityStateZip

President:

Secretary:

Directors:

PLEASE SEE ATTACHED LIST.

5. Nature of Business Dealing in and
with crude petroleum, oil, etc. and
as otherwise authorized by its
Certificate of Incorporation.

6. I certify that this Annual Report has been examined by me and is to the best of my knowledge
true, correct and complete.

Signature

Name (Typed or
Printed)

D. L. Cone

Date

August 29, 1989

Title

Assistant Secretary

PHILLIPS PETROLEUM COMPANY

BOARD OF DIRECTORS

Norman R. Augustine	Martin Marietta Corporation, 6801 Rockledge Drive, Bethesda, MD 20817
George B. Beitzel	IBM Corporation, 2000 Purchase Street, Purchase, NY 10577
Glenn A. Cox	Bartlesville, OK 74004
James B. Edwards	Medical University of South Carolina, 171 Ashley Ave., Charleston, SC 29425
Robert F. Froehlke	IDS Mutual Fund Group, Suite 1000, 109 South 7th St., Minneapolis, MN 55440
E. Douglas Kenna	G. L. Ohrstrom & Company, 540 Madison Avenue, New York, NY 10022
Melvin R. Laird	The Reader's Digest Association, Inc., 1730 Rhode Island Avenue NW, Suite 212, Washington, DC 20036
L. M. Rickards	Bartlesville, OK 74004
C. J. Silas	Bartlesville, OK 74004
B. M. Thompson	Bartlesville, OK 74004
W. Clarke Wescoe	1201 Yale Place, Apartment 1506, Minneapolis, MN 55403
Dolores D. Wharton	Apartment 21-B, 870 United Nations Plaza, New York, NY 10017
Francis M. Wheat	Gibson, Dunn & Crutcher, Crocker Center, 333 S. Grand Ave., Los Angeles, CA 90071

*OFFICERS

C. J. Silas	Chairman of the Board of Directors and Chief Executive Officer
Glenn A. Cox	President and Chief Operating Officer
L. M. Rickards	Executive Vice President
B. M. Thompson	Executive Vice President
W. W. Allen	Senior Vice President Exploration and Production
R. E. Bonnell	Senior Vice President Finance
C. L. Bowerman	Senior Vice President Petroleum Products
William G. Paul	Senior Vice President and General Counsel
K. L. Smalley	Senior Vice President
D. J. Tippeconnic	Senior Vice President
C. F. Cook	Vice President Research and Development
L. L. Frantz	Vice President Human Resources and Services
J. C. Mihm	Vice President Corporate Engineering
J. J. Mulva	Vice President and Treasurer
J. W. O'Toole	Vice President and General Tax Officer
Richard I. Robinson	Vice President Refining
John N. Scott	Vice President Quality, Environment and Safety
Ray G. Steiner	Vice President Supply and Transportation
J. R. VanBuskirk	Vice President Plastics
J. Whitmire	Vice President North America Exploration and Production
J. Bryan Whitworth	Vice President Corporate Affairs
C. L. Wyndham	Vice President Exploration
James A. Kelly	Comptroller
L. E. Burnham	General Auditor
G. C. Meese	Secretary
L. F. Francis	Assistant General Tax Officer
D. W. Casselberry	Assistant Treasurer
L. L. McCall	Assistant Treasurer
J. M. McKee	Assistant Treasurer
M. R. Schmutz	Assistant Comptroller
J. G. Wilson	Assistant Comptroller
D. L. Cone	Assistant Secretary
Terry B. Nance	Assistant Secretary

*All Officers located in Bartlesville, OK 74004

Rev: August 1, 1989