



STATE OF IDAHO
PETE T. CENARRUSA
SECRETARY OF STATE
700 WEST JEFFERSON
PO BOX 83720
BOISE, ID 83720-0080

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FIRST-CLASS
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Boise, ID
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IDAHO ANNUAL REPORT FORM

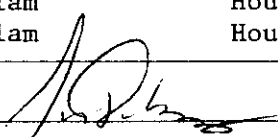
RETURN SERVICE REQUESTED

THIS IS THE ONLY NOTICE YOU WILL RECEIVE

C 123806
PENNZOIL-QUAKER STATE COMPANY
ATTN: CORPORATE SECRETARY
P. O. BOX 2967
HOUSTON TX 77252-2967

77252-2967



No. C 123806		Due no later than Nov 30, 2000 Annual Report Form		2. Registered Agent and Office NO PO BOX	
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		C.T. CORPORATION SYSTEM 300 N. 6TH ST. BOISE, ID 83701	
		PENNZOIL-QUAKER STATE COMPANY ATTN: CORPORATE SECRETARY PO BOX 2967 HOUSTON, TX 77252		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>
President	James J. Postl	700 Milam	Houston	TX	77002-2806
VP &					
Secretary	Linda F. Condit	700 Milam	Houston	TX	77002-2806
Director	Howard H. Baker, Jr.	700 Milam	Houston	TX	77002-2806
Director	W. L. Lyons Brown, Jr.	700 Milam	Houston	TX	77002-2806
Director	H. John Greeniaus	700 Milam	Houston	TX	77002-2806
Director	Forrest R. Haselton	700 Milam	Houston	TX	77002-2806
Director	Berdon Lawrence	700 Milam	Houston	TX	77002-2806
Director	James L. Pate	700 Milam	Houston	TX	77002-2806
5. Organized Under the Laws of: Delaware		6. Signature  Date 10/30/00			
		Name (Typed or Printed) Susan Diane Koontz		Title: xxxx Assistant Secretary	

Issued

Do Not Tape or Staple

409

C 123806

Fold, seal and mail this portion.

C

Pennzoil-Quaker State Company

700 Milam, P. O. Box 2967
Houston, Texas 77252-2967

Officers and Directors as of 10/3/00

Directors

Howard H. Baker, Jr.
W. L. Lyons Brown, Jr.
H. John Greeniaus
Forrest R. Haselton
Berdon Lawrence
James L. Pate
James J. Postl
Terry L. Savage
Brent Scowcroft
Gerald B. Smith
Lorne R. Waxlax

Officers

James L. Pate	Chairman of the Board
James J. Postl	President and Chief Executive Officer
Clyde W. Beahm	Executive Vice President - Lubricants and Consumer Products
Marc C. Graham	Group Vice President - Fast Lube Operations
Thomas P. Kellagher	Group Vice President and Chief Financial Officer
James W. Shaddix	General Counsel
Linda F. Condit	Vice President and Corporate Secretary
Michael J. Maratea	Vice President and Controller
Paul B. Siegel	Vice President
Laurie K. Stewart	Vice President and Treasurer
Kenneth L. Krch	Assistant Treasurer
John E. Roueche, III	Assistant Treasurer
Mae Dell Carpenter	Assistant Corporate Secretary
Susan Diane Koontz	Assistant Corporate Secretary

NOTE: The address for each officer and director is listed above. All terms expire upon the election of successors.