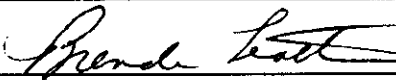


No. C115753	Annual Report Form 1998 <i>Due No Later Than November 30,</i>	2. Registered Agent and Office NOT A P.O. BOX CT CORPORATION SYSTEM 300 N 6TH ST BOISE ID 83701
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FEE REQUIRED	1. Mailing Address - Please Correct, If Not Correct CENEX PETROLEUM, INC. NOEL ESTENSON 5500 CENEX DR INVER GROVE HEIGHTS MN 55077	3. Organized Under the Laws of: MN C115753
4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors Limited Liability Companies: Enter Names and Addresses of <input type="checkbox"/> Managers or <input type="checkbox"/> Members (check one)		
<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>
President	Leon Westbrook	5500 Cenex Drive Inver Grove Hgts MN 55077
VP	Lee Morin	5500 Cenex Drive Inver Grove Hgts MN 55077
VP	Rober Oebser	5500 Cenex Drive Inver Grove Hgts MN 55077
VP	Brenda Leatherman	5500 Cenex Dr Inver Grove Hgts MN 55077
Directors: See Attached List		
5. Signature of New Registered Agent	6. Signature <u></u> Date <u>9/4/98</u> Name <small>(Typed or Printed)</small> <u>Brenda Leatherman</u> Title <u>Vice President</u>	

ISSUED: 07-03-1998

↓ DO NOT TAPE OR STAPLE ↓

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CENEX PETROLEUM, INC.

Directors

<u>Name</u>	<u>Address</u>
Leon Westbrook	5500 Cenex Drive Inver Grove Heights, MN 55077
Joel M. Koonce	5500 Cenex Drive Inver Grove Heights, MN 55077
Jay Debertin	5500 Cenex Drive Inver Grove Heights, MN 55077
David A. Baker	5500 Cenex Drive Inver Grove Heights, MN 55077
Brenda Leatherman	5500 Cenex Drive Inver Grove Heights, MN 55077

Officers

Leon Westbrook President	5500 Cenex Drive Inver Grove Heights, MN 55077
Joel Koonce Group Vice President & Chief Financial Officer	5500 Cenex Drive Inver Grove Heights, MN 55077
Jay Debertin Vice President	5500 Cenex Drive Inver Grove Heights, MN 55077
David A. Baker Vice President, General Counsel, and Secretary	5500 Cenex Drive Inver Grove Heights, MN 55077
Brenda Leatherman Vice President	5500 Cenex Drive Inver Grove Heights, MN 55077
Marilyn Bairaktaris Ass't. Secretary-Treasurer	5500 Cenex Drive Inver Grove Heights, MN 55077