

COMMONWEALTH OF KENTUCKY  
JOHN Y. BROWN III, SECRETARY OF STATE  
ANNUAL REPORT

(See Reverse Side for Filing Instructions)

RECORD # 0064789

DUE JUNE 30, 1997

(4) FILING FEE

15.00

(1) EXACT CORPORATE NAME AND PRINCIPAL OFFICE ADDRESS:

N L INDUSTRIES, INC.  
16825 NORTHCHASE DRIVE  
SUITE 1200  
HOUSTON, TX 77060-0000

(5) STATE OR COUNTRY OF  
INCORPORATION

NJ

(2) PRINCIPAL OFFICE ADDRESS IS HEREBY CHANGED TO:

[Empty box for principal office address change]

(6) DATE OF INCORPORATION OR  
AUTHORIZATION TO TRANSACT BUSINESS

12/30/1936

(3) REGISTERED AGENT AND REGISTERED OFFICE ADDRESS:

THE PRENTICE HALL CORPORATION SYSTEM, INC.  
421 W. MAIN ST.  
FRANKFORT, KY 40601-0000

(7) PLEASE MAIL A STATEMENT OF CHANGE FORM TO:

RECEIVED  
APR 3 1997  
SECRETARY OF STATE  
COMMONWEALTH OF KY

Changes made in the registered agent or registered office cannot be made on this form.  
See Filing Instructions on reverse side.

PLEASE TYPE OR PRINT THE NAMES AND BUSINESS ADDRESSES OF THE CORPORATION'S CURRENT PRINCIPAL OFFICERS.

IF SOLE OFFICER, PLEASE CHECK

PRESIDENT See attached list  
VICE PRESIDENT \_\_\_\_\_  
SECRETARY \_\_\_\_\_  
TREASURER \_\_\_\_\_

PLEASE TYPE OR PRINT THE NAMES AND BUSINESS ADDRESSES OF THE CORPORATION'S DIRECTORS.

Directors are required to be listed. No listing of directors is verification that the corporation has dispensed with the board of directors. Non-profit corporations must list three (3) or more directors. See Filing Instructions on reverse side.

BOARD OF DIRECTORS See attached list  
\_\_\_\_\_  
\_\_\_\_\_

I VERIFY THAT INFORMATION IN THIS ANNUAL REPORT IS CURRENT AS OF THE DATE THIS REPORT IS EXECUTED.

AUTHORIZED SIGNATURE Lourdes T. Hernandez TITLE Asst. Secretary DATE 3/17/97

PROFESSIONAL SERVICE CORPORATIONS ONLY: In addition to the annual report content requirement, there shall be included a list of names and addresses of all shareholders of the professional service corporation and the president shall sign the certificate below.

CERTIFICATE OF PROFESSIONAL SERVICE CORPORATION

I, President of said corporation, do certify that all of the shareholders, not less than one half of the directors, and all officers other than secretary and treasurer of the professional service corporation are duly qualified as provided in KRS Chapter 274 and a copy of such annual report has been filed with the regulating board that licenses the shareholders described in this statement.

PRESIDENT'S SIGNATURE \_\_\_\_\_

**NL INDUSTRIES, INC.**

**OFFICERS**

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
J. Landis Martin President & Chief Executive Officer	16825 Northchase Dr., Suite 1200 Houston, TX 77060
Lawrence A. Wigdor Executive Vice President	Wyckoffs Mill Rd. Hightstown, NJ 08520
Joseph S. Compofelice Vice President & Chief Financial Officer	16825 Northchase Dr., Suite 1200 Houston, TX 77060
Susan E. Alderton Vice President & Treasurer	70 E. 55th St., 8th Floor New York, NY 10022
David B. Garten Vice President, Secretary and General Counsel	16825 Northchase Dr., Suite 1200 Houston, TX 77060
Dennis G. Newkirk Vice President & Controller	16825 Northchase Dr., Suite 1200 Houston, TX 77060
Steven L. Watson Assistant Secretary	5430 LBJ Freeway, Suite 1700 Dallas, TX 75240
Lourdes T. Hernandez Assistant Secretary	16825 Northchase Dr., Suite 1200 Houston, TX 77060
Robert D. Hardy Assistant Treasurer	16825 Northchase Dr., Suite 1200 Houston, TX 77060

Revised: 5/8/96