

FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

FILED
May 18 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # 807069 (0)
 1. Corporation Name
BANKERS LIFE AND CASUALTY COMPANY



Principal Place of Business 222 MERCHANDISE MART PLAZA CHICAGO IL 60654-2014	Mailing Address 222 MERCHANDISE MART PLAZA CHICAGO IL 60654-2014
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 07/06/1946	
21		26	11825 N. Pennsylvania St.	4. FEI Number 36-0770740	Applied For Not Applicable
22	Suite, Apt. #, etc.	27	Dept. A2A	5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
23	City & State	28	Carmel, IN	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
24	Zip	29	46032	30	US
25	Country	8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			

9. Name and Address of Current Registered Agent				10. Name and Address of New Registered Agent	
FLORIDA STATE INSURANCE COMMISSIONER AND TREASURER CAPITOL BUILDING TALLAHASSEE FL 32301				81	Name
				82	Street Address (P.O. Box Number is Not Acceptable)
				83	
				84	City

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS			13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12		
TITLE	C	<input type="checkbox"/> DELETE	1.1 TITLE	D	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	HILBERT, STEPHEN C.		1.2 NAME		
STREET ADDRESS	11825 N. PENNSYLVANIA STREET		1.3 STREET ADDRESS		
CITY-ST-ZIP	CARMEL IN 46032		1.4 CITY-ST-ZIP		
TITLE	D/V	<input type="checkbox"/> DELETE	2.1 TITLE	D	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	GOOD, LAURENCE		2.2 NAME		
STREET ADDRESS	222 MERCHANDISE MART		2.3 STREET ADDRESS		
CITY-ST-ZIP	CHICAGO IL		2.4 CITY-ST-ZIP		
TITLE	D	<input type="checkbox"/> DELETE	3.1 TITLE	EVPD	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	DICK, ROLLIN M.		3.2 NAME		
STREET ADDRESS	11825 N. PENNSYLVANIA STREET		3.3 STREET ADDRESS		
CITY-ST-ZIP	CARMEL IN 46032		3.4 CITY-ST-ZIP		
TITLE	D/V	<input checked="" type="checkbox"/> DELETE	4.1 TITLE	PD	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	CROSLY, FRED E.		4.2 NAME	Kilian, Thomas J.	
STREET ADDRESS	222 MERCHANDISE MART PL		4.3 STREET ADDRESS	11825 N. Pennsylvania St.	
CITY-ST-ZIP	CHICAGO IL		4.4 CITY-ST-ZIP	Carmel, IN 46032	
TITLE	D	<input type="checkbox"/> DELETE	5.1 TITLE	EVPD	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	GONGAWARE, DONALD F		5.2 NAME	Sabl, John J.	
STREET ADDRESS	11825 N. PENNSYLVANIA STREET		5.3 STREET ADDRESS		
CITY-ST-ZIP	CARMEL IN 46032		5.4 CITY-ST-ZIP		
TITLE	V	<input checked="" type="checkbox"/> DELETE	6.1 TITLE	SVPT	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	DUNPHY, THOMAS E.		6.2 NAME	Adams, James S.	
STREET ADDRESS	222 MERCHANDISE MART PLAZA		6.3 STREET ADDRESS	11825 N. Pennsylvania St.	
CITY-ST-ZIP	CHICAGO IL 60654		6.4 CITY-ST-ZIP	Carmel, IN 46032	

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

CR2E034 (10/97)

OFFICERS AND DIRECTORS

<u>Name</u>	<u>Office</u>
Stephen C. Hilbert	Chairman of the Board, Director
Thomas J. Kilian	President, Director
Rollin M. Dick	Executive Vice President and Chief Financial Officer, Director
John J. Sabl	Executive Vice President, General Counsel and Secretary, Director
James S. Adams	Senior Vice President and Treasurer
David J. Barra	Senior Vice President, Finance
Robert E. Burkett, Jr.	Senior Vice President, Legal and Assistant Secretary
Michael A. Colliflower	Senior Vice President, Legal, Chief Compliance Officer and Assistant Secretary
Jon F. Davis	Senior Vice President, Actuarial
William T. Devanney, Jr.	Senior Vice President, Corporate Taxes
James S. Hawke	Senior Vice President, Actuarial
Ronald F. Ruhl	Senior Vice President, Chief Actuary
Mark Shaw	Senior Vice President, Actuarial
K. Lowell Short, Jr.	Senior Vice President, Controller
James M. Crafton	Vice President, Financial Reporting
James C. Crampton	Vice President, Corporate Taxes
Marcus A. Dallas	Vice President, Investment Accounting
Louis S. Kanowsky	Vice President, Statutory Reporting
Daniel M. Kiefer	Vice President, Accounting
Christopher J. Krisch	Vice President, Marketing
Joseph L. Maverick	Vice President, Investment Officer
David A. White	Vice President, Marketing
Steven E. Willeke	Vice President, Financial Reporting
Beth A. Eischeid	Second Vice President, Legal
Allan J. Heindl	Second Vice President, Product Approval and Compliance
David D. Humm	Second Vice President, Corporate Taxes
Jill A. Kirk	Second Vice President, Actuarial
Ty V. Nguyen	Second Vice President, Accounting
Ngaire E. Cuneo	Director
Robert G. Clancy	Director
Laurence Good	Director
Susan C. Morisato	Senior Vice President, Actuarial, Director
Robert J. Hughes	Senior Vice President, Finance
Helen L. Hoffman	Vice President, Actuarial
Eugene J. Volk	Vice President and Assistant Secretary
Edward J. King	Second Vice President, Product Approval and Compliance

The address for Robert E. Burkett, Jr. is 11825 N. Pennsylvania St.,
Carmel, IN 46032.