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FILED
Apr 14 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
 Secretary of State
 DIVISION OF CORPORATIONS

DOCUMENT # 807395 (9)
 1. Corporation Name
PRIMERICA LIFE INSURANCE COMPANY



Principal Place of Business: **3120 BRECKINRIDGE BLVD. DULUTH GA 30189-7001**
 Mailing Address: **3120 BRECKINRIDGE BLVD. DULUTH GA 30189-4900**

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified	3a. Date of Last Report
21	Suite, Apt. #, etc.	26	Suite, Apt. #, etc.	07/26/1947	04/18/1996
22	City & State	27	City & State	4. FEI Number	Applied For
23	Zip	28	Zip	04-1590590	Not Applicable
24	Country	29	Country	5. Certificate of Status Desired	\$8.75 Additional Fee Required
25		30		<input type="checkbox"/>	\$5.00 May Be Added to Fees
				6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	
				6. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent
INSURANCE COMMISSIONER THE CAPITOL TALLAHASSEE FL 32304

10. Name and Address of New Registered Agent

81 Name
 82 Street Address (P.O. Box Number is Not Acceptable)
 83
 84 City
 85 Zip Code

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 _____ DATE _____
Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reissuing)

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	PD	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	WILLIAMS, D. RICHARD	1.2 NAME	
STREET ADDRESS	3120 BRECKINRIDGE BLVD.	1.3 STREET ADDRESS	
CITY-ST-ZIP	DULUTH GA	1.4 CITY-ST-ZIP	
TITLE	VD	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	SNIDER, MICHAEL R	2.2 NAME	
STREET ADDRESS	3120 BRECKINRIDGE BLVD.	2.3 STREET ADDRESS	
CITY-ST-ZIP	DULUTH GA	2.4 CITY-ST-ZIP	
TITLE	VT	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BURNER, PAUL	3.2 NAME	
STREET ADDRESS	3120 BRECKINRIDGE BLVD.	3.3 STREET ADDRESS	
CITY-ST-ZIP	DULUTH GA	3.4 CITY-ST-ZIP	
TITLE	VD	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	HELMS, JOHN, ALVIN	4.2 NAME	
STREET ADDRESS	3120 BRECKINRIDGE BLVD.	4.3 STREET ADDRESS	
CITY-ST-ZIP	DULUTH GA	4.4 CITY-ST-ZIP	
TITLE	V	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	ATCHESON, RICHARD	5.2 NAME	
STREET ADDRESS	3120 BRECKINRIDGE BLVD.	5.3 STREET ADDRESS	
CITY-ST-ZIP	DULUTH GA	5.4 CITY-ST-ZIP	
TITLE	VD	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MCCONNELL, DANIEL D	6.2 NAME	
STREET ADDRESS	3120 BRECKINRIDGE BLVD.	6.3 STREET ADDRESS	
CITY-ST-ZIP	DULUTH GA	6.4 CITY-ST-ZIP	

14. I do 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.

SIGNATURE: *Richard Atcheson* Richard Atcheson 4/4/97 770-564-6166

CR2E034 (9/96)

PRIMERICA LIFE INSURANCE COMPANY

Rev. 3/21/97

DIRECTORS

John A. Addison, Jr.
Donald R. Cooper
Lyndon L. Olson, Jr.
Michael R. Snider
William J. Sheppard
Mark A. Tullis

Steven B. Barger
Paul D. Burner
John A. Helms
Anthony L. Fedele
D. Richard Williams

OFFICERS

OFFICER

D. Richard Williams
Anthony L. Fedele
John A. Addison, Jr.
Steven B. Barger
John W. Boland
Chess E. Brittt
Jeffrey S. Fendler
Karen R. Fine
John A. Helms
Barbara T. King
Eric L. Larson
Ricky L. Mathis
Daniel D. McConnell
Gregory C. Pitts
David H. Siegel
Michael R. Snider
Mark A. Tullis
Michael C. Adams
Cynthia K. Bastin
Charlotte A. Boland
Paul D. Burner
Irwin R. Ettinger
V. Catherine Falls
William A. Kelly
Daniel M. Krankel
Salvatore A. Matises
Dona McConnell
Joseph L. Moskowitz
Nancy C. Prince
William R. Raser
Stanton J. Shapiro
Mitchell L. Slayton
Wanda S. Smith
Michael S. Turnage
Lisa M. Vacante
David R. Wade
Marc P. Weill
Karen Wilson

OFFICE

Chairman of the Board, Chief Executive Officer, President and Chief Financial Officer
Group Executive Vice President
Executive Vice President
Executive Vice President
Executive Vice President
Executive Vice President
Executive Vice President
Executive Vice President
Executive Vice President
Executive Vice President
Executive Vice President
Executive Vice President/General Counsel/Clerk/Secretary
Executive Vice President
Executive Vice President
Executive Vice President
Executive Vice President and Contoller
Executive Vice President and Chief Actuary
Senior Vice President
Senior Vice President
Senior Vice President
Senior Vice President and Treasurer
Senior Vice President
Senior Vice President - Product Education
Senior Vice President
Senior Vice President
Senior Vice President
Senior Vice President
Senior Vice President
Senior Vice President
Senior Vice President
Senior Vice President
Senior Vice President
Senior Vice President
Senior Vice President
Senior Vice President
Senior Vice President and Chief Investment Officer
Senior Vice President

Richard W. Atcheson	Vice President and Assistant Clerk/Secretary
Ellen O. Bailey	Vice President
William J. Bennett	Vice President
Zeb B. Bradford	Vice President
Cindee Chavis-McKinney	Vice President
Gene C. Collins	Vice President
Debra L. Cone	Vice President
Bonnie R. Correll	Vice President
Daniel P. Dezen	Vice President
Mary J. Durham	Vice President
Brian L. Eckert	Vice President
Jamie Fristoe	Vice President
Robert M. Gallagher	Vice President
Mary A. Gardner	Vice President
Howard N. Glassman	Vice President
Mark Guldenschuh	Vice President
Daniel N. Hessenflow	Vice President
M. Diane Hidgon	Vice President
Edward E. Hodges	Vice President
Edwin L. Hoffman	Vice President
Nancy A. Howell	Vice President
Linda L. Hughey	Vice President
Mike Hume	Vice President
Alan L. Ingber	Vice President
Kathy D. Karlic	Vice President
Tammy Kelly	Vice President
Richard T. Kirspel	Vice President
Lynn G. Lund	Vice President - Actury
Deborah D. Miller	Vice President
John A. Miller	Vice President
Cynthia K. Mitchell	Vice President
Melanie J. Mitchell	Vice President
Laura M. Mockridge	Vice President
Emil J. Molinaro, Jr.	Vice President
Ellen W. Montgomery	Vice President
Terrie L. Mote	Vice President
Robert H. Peterman, Jr.	Vice President
Alison S. Rand	Vice President
Joseph L. Randazzo, Jr.	Vice President
Norma J. Richardson	Vice President
Terry W. Robertson	Vice President
James E. Robinson	Vice President
Lawrence R. Rusinyak	Vice President
Scott E. Schroeder	Vice President
Gregory J. Scroggs	Vice President
Kevin A. Scglen	Vice President - Actuary
Diane Slayton	Vice President
Jamie K. Stevens	Vice President
Jordan M. Stitzer	Vice President
Thomas F. Swift	Vice President
Mark L. Supic	Vice President
Preston Towns	Vice President
David A. Tyson	Vice President
Josie V. Vander Zanden	Vice President
Denney Voss	Vice President
Barbara A. Waldron	Vice President
Kathy L. Wallace	Vice President

Sharon K. Watson
John Watts, III.
Kathleen Whittmore
Danny Woodard
Robert L. Thomas, III.

Vice President
Vice President
Vice President
Vice President
Assistant Clerk/Secretary

ADDRESS

3120 Breckinridge Boulevard
Duluth, Georgia 30199-0001

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