

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

**FILED**  
**Mar 31 1998 8:00am**  
**Secretary of State**

PROFIT CORPORATION ANNUAL REPORT <b>1998</b>		FLORIDA DEPARTMENT OF STATE <b>Sandra B. Mortham</b> Secretary of State DIVISION OF CORPORATIONS
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**DOCUMENT # 818036 (6)**  
 1. Corporation Name  
**AVEMCO INSURANCE COMPANY**



Principal Place of Business <b>411 AVIATION WAY FREDERICK MD 21701</b>	Mailing Address <b>411 AVIATION WAY FREDERICK MD 21701</b>
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DO NOT WRITE IN THIS SPACE

<b>2.</b> Principal Place of Business	<b>2a.</b> Mailing Address
<b>21</b> Suite, Apt. #, etc.	<b>26</b> Suite, Apt. #, etc.
<b>22</b> City & State	<b>27</b> City & State
<b>23</b> Zip	<b>28</b> Zip
<b>24</b> Country	<b>25</b> Country
<b>29</b>	<b>30</b>

<b>3.</b> Date Incorporated or Qualified <b>07/10/1964</b>
<b>4.</b> FEI Number <b>52-0795746</b>
Applied For Not Applicable
<b>5.</b> Certificate of Status Desired <input type="checkbox"/> <b>\$8.75 Additional Fee Required</b>
<b>6.</b> Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> <b>\$5.00 May Be Added to Fees</b>
<b>8.</b> This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No

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

**10. Name and Address of New Registered Agent**

<b>81</b> Name
<b>82</b> Street Address (P.O. Box Number is Not Acceptable)
<b>83</b>
<b>84</b> City
<b>85</b> 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 \_\_\_\_\_ (NOTE: Registered Agent signature required when reinstating) DATE \_\_\_\_\_

**12. OFFICERS AND DIRECTORS**

TITLE	CD	<input checked="" type="checkbox"/> DELETE
NAME	CONDON, WILLIAM P	
STREET ADDRESS	411 AVIATION WAY	
CITY-ST-ZIP	FREDERICK MD 21701	
TITLE	PD	<input checked="" type="checkbox"/> DELETE
NAME	HALL, RAY C	
STREET ADDRESS	411 AVIATION WAY	
CITY-ST-ZIP	FREDERICK MD 21701	
TITLE	T	<input checked="" type="checkbox"/> DELETE
NAME	FISHER, DOUGLAS J	
STREET ADDRESS	411 AVIATION WAY	
CITY-ST-ZIP	FREDERICK MD 21701	
TITLE	VSD	<input checked="" type="checkbox"/> DELETE
NAME	CHERO, THOMAS H	
STREET ADDRESS	411 AVIATION WAY	
CITY-ST-ZIP	FREDERICK MD 21701	
TITLE	VD	<input checked="" type="checkbox"/> DELETE
NAME	HUBBARD, CHARLES W	
STREET ADDRESS	411 AVIATION WAY	
CITY-ST-ZIP	FREDERICK MD 21701	
TITLE	V	<input checked="" type="checkbox"/> DELETE
NAME	HARCUM, GEORGE L	
STREET ADDRESS	411 AVIATION WAY	
CITY-ST-ZIP	FREDERICK MD 21701	

**13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12**

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	<b>See Attached List</b>
1.3 STREET ADDRESS	
1.4 CITY-ST-ZIP	
2.1 TITLE	
2.2 NAME	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.3 STREET ADDRESS	
2.4 CITY-ST-ZIP	
3.1 TITLE	
3.2 NAME	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.3 STREET ADDRESS	
3.4 CITY-ST-ZIP	
4.1 TITLE	
4.2 NAME	<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.3 STREET ADDRESS	
4.4 CITY-ST-ZIP	
5.1 TITLE	
5.2 NAME	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.3 STREET ADDRESS	
5.4 CITY-ST-ZIP	
6.1 TITLE	
6.2 NAME	<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.3 STREET ADDRESS	
6.4 CITY-ST-ZIP	

**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.

SIGNATURE: *Kimberly Kim* **KIMBERLY Kim** 3/17/98 301 694-4316

CR2E034 (10/97)

**AVEMCO INSURANCE COMPANY**  
Principal Officers & Directors as of 12/31/97

President & Chief Executive Officer/Director	Ben L. Griffin	411 Aviation Way Frederick, MD 21701
Executive Vice President-Underwriting & Regulatory Affairs	Charles W. Hubbard	411 Aviation Way Frederick, MD 21701
Executive Vice President-Insurance Operations	James A. Lauerman	411 Aviation Way Frederick, MD 21701
Senior Vice President, Chief Financial Officer & Treasurer	Kimberly A. Kim	411 Aviation Way Frederick, MD 21701
Senior Vice President and Chief Information Officer	Karen B. Dwyer	411 Aviation Way Frederick, MD 21701
Senior Vice President/Director	Edward H. Ellis, Jr.	13403 Northwest Freeway Houston, TX 77040
Senior Vice President/Director	L. Edward Tuffly	13403 Northwest Freeway Houston, TX 77040
Senior Vice President-Sales	Jon R. Harden	411 Aviation Way Frederick, MD 21701
Senior Vice President-NC/NO Client Services	John E. Sweeney	411 Aviation Way Frederick, MD 21701
Vice President-Human Resource Facilities/Risk Management	Richard C. Altmann	411 Aviation Way Frederick, MD 21701
Vice President-Commercial Client Services	George L. Harcum	411 Aviation Way Frederick, MD 21701
Vice President, General Counsel & Secretary/Director	Christopher L. Martin	13403 Northwest Freeway Houston, TX 77040
Vice President-NC/NO Client Services	James F. Nelson	411 Aviation Way Frederick, MD 21701
Director	Stephen L. Way	13403 Northwest Freeway Houston, TX 77040
Director	Frank J. Bramanti	13403 Northwest Freeway Houston, TX 77040
Director	Mark A. Buechler	13403 Northwest Freeway Houston, TX 77040
Director	John N. Molbeck	13403 Northwest Freeway Houston, TX 77040
Director	Peter B. Smith, Jr.	13403 Northwest Freeway Houston, TX 77040