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**May 28 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 # 818964 (9)
1. Corporation Name
NEW ERA LIFE INSURANCE COMPANY OF THE MIDWEST



Principal Place of Business: 200 WESTLAKE PARK BLVD, SUITE 1200, HOUSTON TE 77078 US
Mailing Address: PO BOX 4884, 4TH FLOOR, HOUSTON TE 77210-4884 US

3. Date Incorporated or Qualified: 08/17/1965
3a. Date of Last Report: 06/20/1996
4. FEI Number: 35-1048733
5. Certificate of Status Desired: \$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution: \$5.00 May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes: Yes No

2. Principal Place of Business (21-24) and Mailing Address (2a-24) details including Suite, Apt. #, etc., City & State, Zip, and Country.

9. Name and Address of Current Registered Agent: INSURANCE COMMISSIONER, THE CAPITOL BUILDING, TALLAHASSEE FL 32399
10. Name and Address of New Registered Agent (81-85)

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

12. OFFICERS AND DIRECTORS

TITLE	PTD	<input type="checkbox"/> DELETE
NAME	CHEN, BILL S.	
STREET ADDRESS	10565 KATY FREEWAY, 4TH FLOOR	
CITY-ST-ZIP	HOUSTON TX 200 Westlake Park Blvd.	
TITLE	CD	<input type="checkbox"/> DELETE
NAME	WANG, DON J.	
STREET ADDRESS	10565 KATY FREEWAY, 4TH FLOOR	
CITY-ST-ZIP	HOUSTON TX 200 Westlake Park Blvd.	
TITLE	D	<input type="checkbox"/> DELETE
NAME	CHEN, L.C.	
STREET ADDRESS	10565 KATY FREEWAY, 4TH FLOOR	
CITY-ST-ZIP	HOUSTON TX 200 Westlake Park Blvd.	
TITLE	D	<input type="checkbox"/> DELETE
NAME	TAI, DAVID	
STREET ADDRESS	10565 KATY FREEWAY, 4TH FLOOR	
CITY-ST-ZIP	HOUSTON TX 200 Westlake Park Blvd.	
TITLE	D	<input type="checkbox"/> DELETE
NAME	TSAI, DR. CHIA-YIN	
STREET ADDRESS	10565 KATY FREEWAY, 4TH FLOOR	
CITY-ST-ZIP	HOUSTON TX 200 Westlake Park Blvd.	
TITLE	S	<input type="checkbox"/> DELETE
NAME	FRAZIER, MARY D.	
STREET ADDRESS	10565 KATY FREEWAY, 4TH FLOOR	
CITY-ST-ZIP	HOUSTON TX 200 Westlake Park Blvd.	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	Director	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
1.2 NAME	Lo, Ming	
1.3 STREET ADDRESS	200 Westlake Park Blvd.	
1.4 CITY-ST-ZIP	Houston, TX	
5.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME		
5.3 STREET ADDRESS		
5.4 CITY-ST-ZIP		
6.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME		
6.3 STREET ADDRESS		
6.4 CITY-ST-ZIP		

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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: *Bill S. Chen*

CR2E034 (9/96)