FILE NOW: FILING FEE AFTER MAY 1 IS $225.00

PROFIT
CORPORATION
ANNUAL REPORT
1996

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

DOCUMENT # **825457** **(5)**

1. Corporation Name
AMERICAN GENERAL FINANCE MANAGEMENT CORPORATION

Principal Place of Business
601 N.W. SECOND ST.
EVANSVILLE IN 47708

Mailing Address
601 N.W. SECOND ST.
EVANSVILLE IN 47708

3. Date Incorporated or Qualified: 12/08/1970
3a. Date of Last Report: 02/09/1995
4. FEI Number: 35-1070329 [ ] Applied For [ ] Not Applicable
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 Suite, Apt. #, etc.
22 City & State
23 Zip 24 County 25

2a. Mailing Address
26 Suite, Apt. #, etc.
27 City & State
28 Zip 29 County 30

9. Name and Address of Current Registered Agent
CT CORPORATION SYSTEM
1200 S. PINE ISLAND ROAD
PLANTATION FL 33324

10. Name and Address of New Registered Agent
81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83
84 City FL 85 Zip Code

11. Pursuant to the provisions of Sections 607.0505 and 607.1506, 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

12. OFFICERS AND DIRECTORS

TITLE	CD	[X] DELETE
NAME	LEITCH III, DANIEL	
STREET ADDRESS	601 N.W. 2ND ST.	
CITY-ST-ZIP	EVANSVILLE IN	
TITLE	VS	[ ] DELETE
NAME	SMITH, GARY M.	
STREET ADDRESS	601 NW SECOND ST.	
CITY-ST-ZIP	EVANSVILLE IN	
TITLE	VD	[ ] DELETE
NAME	HANLEY, PHILIP M.	
STREET ADDRESS	601 NW 2ND ST	
CITY-ST-ZIP	EVANSVILLE IN	
TITLE	AS	[ ] DELETE
NAME	HARDISON, ROY L	
STREET ADDRESS	601 NW 2ND ST	
CITY-ST-ZIP	EVANSVILLE IN	
TITLE	VD	[ ] DELETE
NAME	SEELEY, DAVID C	
STREET ADDRESS	601 NW 2ND ST	
CITY-ST-ZIP	EVANSVILLE IN	
TITLE	AS	[ ] DELETE
NAME	LEDBETTER, JEFFREY L.	
STREET ADDRESS	601 NW SECOND ST.	
CITY-ST-ZIP	EVANSVILLE IN	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

11 TITLE	Chairman, President & CEO/Director	[ ] Change [X] Addition
12 NAME	Frederick W. Geissinger	
13 STREET ADDRESS	601 N.W. 2nd Street	
14 CITY-ST-ZIP	Evansville, IN 47708	
21 TITLE		[ ] Change [ ] Addition
22 NAME		
23 STREET ADDRESS		
24 CITY-ST-ZIP		
31 TITLE		[ ] Change [ ] Addition
32 NAME		
33 STREET ADDRESS		
34 CITY-ST-ZIP		
41 TITLE		[ ] Change [ ] Addition
42 NAME		
43 STREET ADDRESS		
44 CITY-ST-ZIP		
51 TITLE		[ ] Change [ ] Addition
52 NAME		
53 STREET ADDRESS		
54 CITY-ST-ZIP		
61 TITLE		[ ] Change [ ] Addition
62 NAME		
63 STREET ADDRESS		
64 CITY-ST-ZIP		

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), 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 any other name.

SIGNATURE: 2-26-96 812-468-5655

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR
Gary M. Smith, Vice President, Secretary & General Counsel

CR2E034 (12/95)