

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

FILED
Mar 06 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
--	---	---

DOCUMENT # 834438 (4)

1. Corporation Name
USAA GENERAL INDEMNITY COMPANY

Principal Place of Business 9800 FREDERICKSBURG RD SAN ANTONIO TX 78298 US	Mailing Address 9800 FREDERICKSBURG RD. SAN ANTONIO TX 78298 US
--	---



DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 05/28/1975	
21 Suite, Apt. #, etc.	22 City & State	26 Suite, Apt. #, etc.	27 City & State	4. FEI Number 74-1718283	Applied For <input type="checkbox"/> Not Applicable
23 Zip	25 Country	28 Zip	30 Country	5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
				6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
				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			
INSURANCE COMMISSIONER OF FLORIDA CAPITOL BUILDING TALLAHASSEE FL 32304				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 607.0502 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 NAME STREET ADDRESS CITY-ST-ZIP	D HACKER, BENJAMIN T 9800 FREDICKSBURG ROAD SAN ANTONIO TX <input type="checkbox"/> DELETE	1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY-ST-ZIP	REGIONAL VICE PRESIDENT <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	CD HERRES, ROBERT T. 9800 FREDERICKSBURG RD. SAN ANTONIO, TX 00000 <input type="checkbox"/> DELETE	2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VD LEWIS, JEFFREY A 9800 FREDERICKSBURG ROAD SAN ANTONIO TX <input type="checkbox"/> DELETE	3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	PD COONEY, WILSON C 9800 FREDERICKSBURG RD SAN ANTONIO, TX 00000 <input type="checkbox"/> DELETE	4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	SVD BRADFORD, RICH W 9800 FREDERICKSBURG ROAD SAN ANTONIO TX <input type="checkbox"/> DELETE	5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VDT ROBLES, JOSUE JR. 9800 FREDERICKSBURG RD SAN ANTONIO, TX 00000 <input type="checkbox"/> DELETE	6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition

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: *Bradford W. Rich* **BRADFORD W. RICH** 2/20/98 (210)498-1888

CR2E034 (10/97)

USAA GENERAL INDEMNITY COMPANY

12. (Continued)

Directors

Bruce W. Clements
9800 Fredericksburg Rd.
San Antonio, TX 78288

John E. Ryan, Jr.
9800 Fredericksburg Rd.
San Antonio, TX 78288

Robert G. Davis
9800 Fredericksburg Rd.
San Antonio, TX 78288

Steven F. Goldberg
9800 Fredericksburg Rd.
San Antonio, TX 78288

Henry Viccellio, Jr.
9800 Fredericksburg Rd.
San Antonio, TX 78288

Vice Presidents

John E. Ryan, Jr.
9800 Fredericksburg Rd.
San Antonio, TX 78288

Susan K. Evers
9800 Fredericksburg Rd.
San Antonio, TX 78288

Ronald W. Holtkamp
9800 Fredericksburg Rd.
San Antonio, TX 78288

Richard B. Fowler
2241 Harvard St.
Sacramento, CA 95815

Bruce W. Clements
9800 Fredericksburg Rd.
San Antonio, TX 78288

Michael J. Quinlan
1855 Telstar Dr.
Colorado Springs, CO 80920-9936

Kent H. Williams
9800 Fredericksburg Rd.
San Antonio, TX 78288

Steven F. Goldberg
9800 Fredericksburg Rd.
San Antonio, TX 78288

Thomas V. Draude
17200 Commerce Park Blvd.
Tampa, FL 33647

Rudolph Ostovich, III
9800 Fredericksburg Rd.
San Antonio, TX 78288