


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

**FILED**  
**Mar 16, 1999 8:00 am**  
**Secretary of State**

03-16-1999 90109 020 \*\*\*150.00

PROFIT CORPORATION ANNUAL REPORT <b>1999</b>		FLORIDA DEPARTMENT OF STATE <b>Katherine Harris</b> Secretary of State DIVISION OF CORPORATIONS
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**DOCUMENT # 834438**

1. Corporation Name  
**USAA GENERAL INDEMNITY COMPANY**

Principal Place of Business <b>9800 FREDERICKSBURG RD                  SAN ANTONIO TX 78288                  US</b>	Mailing Address <b>9800 FREDERICKSBURG RD.                  SAN ANTONIO TX 78288                  US</b>
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DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified <b>05/28/1975</b>	4. FEI Number <b>74-1718283</b>	Applied For <input type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	<b>\$8.75</b> Additional Fee Required	
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	<b>\$5.00</b> May Be Added to Fees	
8. This corporation owes the current year Intangible Personal Property Tax. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		

2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip 24	2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29	Country 30
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9. Name and Address of Current Registered Agent

**INSURANCE COMMISSIONER OF FLORIDA  
 CAPITOL BUILDING  
 TALLAHASSEE FL 32304**

10. Name and Address of New Registered Agent

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

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	<b>D</b> <input checked="" type="checkbox"/> DELETE
NAME	<b>HACKER, BENJAMIN T</b>
STREET ADDRESS	<b>9800 FREDICKSBURG ROAD</b>
CITY-ST-ZIP	<b>SAN ANTONIO TX</b>
TITLE	<b>CD</b> <input type="checkbox"/> DELETE
NAME	<b>HERRES, ROBERT T.</b>
STREET ADDRESS	<b>9800 FREDERICKSBURG RD.</b>
CITY-ST-ZIP	<b>SAN ANTONIO, TX 00000</b>
TITLE	<b>VD</b> <input type="checkbox"/> DELETE
NAME	<b>LEWIS, JEFFREY A</b>
STREET ADDRESS	<b>9800 FREDERICKSBURG ROAD</b>
CITY-ST-ZIP	<b>SAN ANTONIO TX</b>
TITLE	<b>PD</b> <input type="checkbox"/> DELETE
NAME	<b>COONEY, WILSON C</b>
STREET ADDRESS	<b>9800 FREDERICKSBURG RD</b>
CITY-ST-ZIP	<b>SAN ANTONIO, TX 00000</b>
TITLE	<b>SVD</b> <input type="checkbox"/> DELETE
NAME	<b>BRADFORD, RICH W</b>
STREET ADDRESS	<b>9800 FREDERICKSBURG ROAD</b>
CITY-ST-ZIP	<b>SAN ANTONIO TX</b>
TITLE	<b>VDT</b> <input type="checkbox"/> DELETE
NAME	<b>ROBLES, JOSUE JR.</b>
STREET ADDRESS	<b>9800 FREDERICKSBURG RD</b>
CITY-ST-ZIP	<b>SAN ANTONIO, TX 00000</b>

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 CITY-ST-ZIP	
2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY-ST-ZIP	
3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY-ST-ZIP	
4.1 TITLE	<b>D</b> <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	<b>COONEY, WILSON C</b>
4.3 STREET ADDRESS	<b>9800 FREDREICKSBURG RD.</b>
4.4 CITY-ST-ZIP	<b>SAN ANTONIO, TX 78288</b>
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	

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, with all other like empowered.

SIGNATURE: Bradford W. Rich **SIGNATURE REQUIRED** Date: **02/08/99** (210)498-1888  
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Daytime Phone #  
**Bradford W. Rich-Secretary**

CR2E034 (1/98)

034438

12. (Continued)

Vice Presidents

Joseph J. Dantone  
5800 Northampton Blvd.  
Norfolk, VA 23502

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

USAA GENERAL INDEMNITY COMPANY

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934438

12. (Continued)

Directors

Bruce W. Clements  
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

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

Henry Viccellio, Jr. Title: PD  
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