

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

FILED
Apr 08 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # 848713 (4)

1. Corporation Name
SEVEN HILLS INSURANCE COMPANY

Principal Place of Business 125 MAIDEN LANE 5TH FLOOR NEW YORK NY 10038 US	Mailing Address 580 WALNUT STREET STE 825 CINCINNATI OH 45202-3110 US
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2. Principal Place of Business	2a. Mailing Address
21. State, Apt. #, etc.	26. Suite, Apt. #, etc.
22. City & State	27. City & State
23. Zip	28. Zip
24. Country	29. Country

3. Date Incorporated or Qualified 04/02/1981	3a. Date of Last Report 04/10/1996
4. FEI Number 06-1022232	Applied For Not Applicable
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 has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent

**C T CORPORATION SYSTEM
 1200 SOUTH 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
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

TITLE	VCD	<input type="checkbox"/> DELETE
NAME	WALKER, RONALD F.	
STREET ADDRESS	580 WALNUT ST	
CITY - ST - ZIP	CINCINNATI OH	
TITLE	PD	<input type="checkbox"/> DELETE
NAME	LINDNER, CARL H. III	
STREET ADDRESS	580 WALNUT ST	
CITY - ST - ZIP	CINCINNATI OH	
TITLE	AVPS	<input type="checkbox"/> DELETE
NAME	HAYES, RONALD C.	
STREET ADDRESS	580 WALNUT ST	
CITY - ST - ZIP	CINCINNATI OH	
TITLE	VP	<input checked="" type="checkbox"/> DELETE
NAME	SCHULZE, MICHAEL J.	
STREET ADDRESS	580 WALNUT ST	
CITY - ST - ZIP	CINCINNATI OH	
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY - ST - ZIP		
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY - ST - ZIP		

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

Change Addition

(SEE ATTACHED FOR COMPLETE OFFICER & DIRECTOR LIST)

1.1 TITLE	
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	<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	
4.3 STREET ADDRESS	
4.4 CITY - ST - ZIP	
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 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.

EVE CUTLER ROSEN, VICE PRESIDENT
 SIGNATURE: *Eve Cutler Rosen* **4/3/97** **513-369-5013**
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (9/96)

SEVEN HILLS INSURANCE COMPANY

OFFICERS AND DIRECTORS

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>	
Roger F. Ablett	Director	125 Maiden Lane	New York, NY 10038
John A. Hanson	Director	40 Rector Street	New York, NY 10008
Thomas A. Hayes	Director	580 Walnut Street	Cincinnati, OH 45202
Donald D. Larson	Director	580 Walnut Street	Cincinnati, OH 45202
Carl H. Lindner	Director/Chairman	One East 4th Street	Cincinnati, OH 45202
Carl H. Lindner III	Director/Chairman/ President	580 Walnut Street	Cincinnati, OH 45202
S. Craig Lindner	Director & Vice Chairman	One East 4th Street	Cincinnati, OH 45202
Carol G. McEvoy	Director	40 Rector Street	New York, NY 10008
John R. Miner	Director	100 Northfield Drive	Windsor, CT 06095
Gary S. Powers	Director	251 Salinas Meadows	Syracuse, NY 18221
John A. Rowney	Director/Vice President	125 Maiden Lane	New York, NY 10038
Francis A. Skelly, Jr.	Director	125 Maiden Lane	New York, NY 10038
Robert F. Amory	Director/Sr. Vice President/Treasurer	580 Walnut Street	Cincinnati, OH 45202
Karen Holley Horrell	Director/Sr. Vice President/General Counsel/ Secretary	580 Walnut Street	Cincinnati, OH 45202
Gary J. Gruber	Sr. Vice President	580 Walnut Street	Cincinnati, OH 45202
John L. Doellman	Vice President & Actuary	580 Walnut Street	Cincinnati, OH 45202
Allen F. Eling	Vice President	580 Walnut Street	Cincinnati, OH 45202
Eve Cutler Rosen	Vice President/ Asst. Secretary	580 Walnut Street	Cincinnati, OH 45202
John A. Rowney	Vice President	125 Maiden Lane	New York, NY 10038
Jerry S. Runnels	Vice President	580 Walnut Street	Cincinnati, OH 45202
Roger Smith	Vice President & Controller	580 Walnut Street	Cincinnati, OH 45202

SEVEN HILLS INSURANCE COMPANY

OFFICERS AND DIRECTORS

Kathleen Brown	Asst. Vice President	One East 4th Street	Cincinnati, OH 45202
Ronald C. Hayes	Asst. Vice President/ Asst. Secretary	580 Walnut Street	Cincinnati, OH 45202
Robert J. Schwartz	Asst. Vice President & Asst. Controller	580 Walnut Street	Cincinnati, OH 45202
Robert J. Schweikert	Asst. Vice President & Asst. Treasurer	580 Walnut Street	Cincinnati, OH 45202
Thomas E. Mischell	Asst. Treasurer	One East 4th Street	Cincinnati, OH 45202
Fred J. Runk	Asst. Treasurer	One East 4th Street	Cincinnati, OH 45202