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May 01 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # F97000001354 (6)
 1. Corporation Name
VALIC RETIREMENT SERVICES COMPANY



Principal Place of Business 2929 ALLEN PKWY. HOUSTON TX 77019	Mailing Address 2929 ALLEN PKWY. HOUSTON TX 77019
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 03/17/1997	
21	22	26	27	4. FEI Number 76-0519990	Applied For Not Applicable
City & State		City & State		5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
23		28		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	
Zip	Country	Zip	Country	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	
24	25	29	30		

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 reappointing) DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	DCEO <input checked="" type="checkbox"/> DELETE	1.1 TITLE	VP <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	BICKEL, STEPHEN D	1.2 NAME	J. David Crank
STREET ADDRESS	2929 ALLEN PKWY.	1.3 STREET ADDRESS	2929 Allen Parkway
CITY-ST-ZIP	HOUSTON TX 77019	1.4 CITY-ST-ZIP	Houston TX 77019
TITLE	PD <input type="checkbox"/> DELETE	2.1 TITLE	VP <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	WEST, THOMAS L JR	2.2 NAME	Charles D. Robinson
STREET ADDRESS	2929 ALLEN PKWY.	2.3 STREET ADDRESS	2929 Allen Parkway
CITY-ST-ZIP	HOUSTON TX 77019	2.4 CITY-ST-ZIP	Houston TX 77019
TITLE	VD <input checked="" type="checkbox"/> DELETE	3.1 TITLE	VP <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	MAGEE, SAM E	3.2 NAME	Phillip W. Schraub
STREET ADDRESS	2929 ALLEN PKWY.	3.3 STREET ADDRESS	2929 Allen Parkway
CITY-ST-ZIP	HOUSTON TX 77019	3.4 CITY-ST-ZIP	
TITLE	VD <input type="checkbox"/> DELETE	4.1 TITLE	VP <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	NELSON, BRENT C	4.2 NAME	Conway R. Shaw
STREET ADDRESS	2929 ALLEN PKWY.	4.3 STREET ADDRESS	2929 Allen Parkway
CITY-ST-ZIP	HOUSTON TX 77019	4.4 CITY-ST-ZIP	Houston TX 77019
TITLE	VD <input type="checkbox"/> DELETE	5.1 TITLE	S <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	SHARPS, DONALD L	5.2 NAME	Cynthia A. Tobes
STREET ADDRESS	2929 ALLEN PKWY.	5.3 STREET ADDRESS	2929 Allen Parkway
CITY-ST-ZIP	HOUSTON TX 77019	5.4 CITY-ST-ZIP	Houston TX 77019
TITLE	VD <input type="checkbox"/> DELETE	6.1 TITLE	T <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	OSBORNE, JOE C	6.2 NAME	James D. Bonsall
STREET ADDRESS	2929 ALLEN PKWY.	6.3 STREET ADDRESS	2929 Allen Parkway
CITY-ST-ZIP	HOUSTON TX 77019	6.4 CITY-ST-ZIP	Houston TX 77019

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 _____ Daniel R. Cricks
 Notary Public
 04/22/98 (713) 831-4556

CFE034 (10/97)

VALIC RETIREMENT SERVICES COMPANY
DOCUMENT # F97000001354 (6)
1998 Florida Annual Report

Attachment: Additional Officers

FILENAME: C:\DATA\123\WORK\VRSCO\1998\FLANLRPT.WK4

TITLE: Asst. Treasurer Change Addition
NAME: James L. Gleaves
ADDRESS: 2929 Allen Parkway
CITY/ST/ZIP: Houston TX 77019

TITLE: Asst. Treasurer Change Addition
NAME: Deborah L. Leyva
ADDRESS: 2929 Allen Parkway
CITY/ST/ZIP: Houston TX 77019

TITLE: Asst. Treasurer Change Addition
NAME: Steven D. Rubinstein
ADDRESS: 2929 Allen Parkway
CITY/ST/ZIP: Houston TX 77019

TITLE: Asst. Treasurer Change Addition
NAME: Barbara G. Trygstad
ADDRESS: 2929 Allen Parkway
CITY/ST/ZIP: Houston TX 77019

TITLE: Asst. Treasurer Change Addition
NAME: Marylyn S. Zlotnick
ADDRESS: 2929 Allen Parkway
CITY/ST/ZIP: Houston TX 77019

TITLE: Asst. Secretary Change Addition
NAME: Carola S. Riels
ADDRESS: 2929 Allen Parkway
CITY/ST/ZIP: Houston TX 77019

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FILENAME: C:\DATA\123\WORK\VRSCO\1998\FLANLRPT.WK4

TITLE: Tax Officer Change Addition
NAME: D. Lynne Walters
ADDRESS: 2929 Allen Parkway
CITY/ST/ZIP: Houston TX 77019

TITLE: Asst. Tax Officer Change Addition
NAME: Daniel R. Cricks
ADDRESS: 2929 Allen Parkway
CITY/ST/ZIP: Houston TX 77019

TITLE: General Auditor Change Addition
NAME: Joseph A. Birchill
ADDRESS: 2929 Allen Parkway
CITY/ST/ZIP: Houston TX 77019
