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May 10, 1999 8:00 am
Secretary of State

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PROFIT CORPORATION ANNUAL REPORT 1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
 Secretary of State
 DIVISION OF CORPORATIONS

DOCUMENT # **F98000002486**

1. Corporation Name
GALWAY INSURANCE COMPANY

Principal Place of Business

818 WEST 7TH STREET
 LOS ANGELES CA 90017

Mailing Address

818 WEST 7TH STREET
 LOS ANGELES CA 90017

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified

05/01/1998

4. FEI Number

36-3976214

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 owes the current year Intangible Personal Property Tax. Yes No

2. Principal Place of Business

21 Suite, Apt. #, etc.

23 City & State

24 Zip

Country

2a. Mailing Address

26 Suite, Apt. #, etc.

27 City & State

28 Zip

Country

9. Name and Address of Current Registered Agent

THE INSURANCE COMMISSIONER
 THE CAPITOL
 TALLAHASSEE FL 32399-0300

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 607.0502 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

Signature, typed or printed name of registered agent and title if applicable.

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

TITLE DELETE

C
 NAME CHOOKASZIAN, DENNIS H
 STREET ADDRESS CNA PLAZA
 CITY-ST-ZIP CHICAGO IL 60685

TITLE DELETE

VC
 NAME ENGEL, PHILIP L
 STREET ADDRESS CNA PLAZA
 CITY-ST-ZIP CHICAGO IL 60685

TITLE DELETE

D
 NAME HENGESBAUGH, BERNARD L
 STREET ADDRESS CNA PLAZA
 CITY-ST-ZIP CHICAGO IL 60685

TITLE DELETE

D
 NAME MACGINNITIE, WALTER J
 STREET ADDRESS CNA PLAZA
 CITY-ST-ZIP CHICAGO IL 60685

TITLE DELETE

P
 NAME QUEHL, RICHARD W
 STREET ADDRESS CNA PLAZA
 CITY-ST-ZIP CHICAGO IL 60685

TITLE DELETE

V
 NAME BETTERMAN, SHARON
 STREET ADDRESS 10 UNIVERSAL CITY PLAZA, SUITE 2800
 CITY-ST-ZIP UNIVERSAL CITY CA 91608

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE Change Addition

T
 1.2 NAME Dempsey, Pamela S
 1.3 STREET ADDRESS 333 S. Wabash
 1.4 CITY-ST-ZIP Chicago, IL 60685

2.1 TITLE Change Addition

D/EVP (Executive Vice Pres)
 2.2 NAME Engel, Philip L
 2.3 STREET ADDRESS 333 S. Wabash
 2.4 CITY-ST-ZIP Chicago, IL 60685

3.1 TITLE Change Addition

C/D
 3.2 NAME Hengesbaugh, Bernard L
 3.3 STREET ADDRESS 333S. Wabash
 3.4 CITY-ST-ZIP Chicago, IL 60685

4.1 TITLE Change Addition

SVP/D
 4.2 NAME MacGinnitie, W James
 4.3 STREET ADDRESS 333 S. Wabash
 4.4 CITY-ST-ZIP Chicago, IL 60685

5.1 TITLE Change Addition

P/D
 5.2 NAME Quehl, Richard W
 5.3 STREET ADDRESS 333 S. Wabash
 5.4 CITY-ST-ZIP Chicago, IL 60685

6.1 TITLE Change Addition

AS
 6.2 NAME Alton, Jeffery C
 6.3 STREET ADDRESS 333 S. Wabash
 6.4 CITY-ST-ZIP Chicago, IL 60685

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:

Jeffery C. Alton

Jeffery C. Alton

04-23-99

312-822-7901

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Date

Daytime Phone #

CR2E034 (1/98)