

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

FILED
May 09 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 # P00100 (8)
 1. Corporation Name
AMERICAN GUARDIAN LIFE ASSURANCE COMPANY



Principal Place of Business 980 HARVEST DR STE 200 P.O. BOX 875 BLUE BELL PA 19422	Mailing Address 980 HARVEST DR STE 200 P.O. BOX 875 BLUE BELL PA 19422-0875
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2. Principal Place of Business 21 980 Harvest Drive, Suite, Apt. #, etc. 22 Suite 200 City & State 23 Blue Bell, PA Zip 24 PA	2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29	3. Date Incorporated or Qualified 12/02/1983	3a. Date of Last Report 03/04/1996	4. FEI Number 52-0795747	Applied For <input type="checkbox"/> Applied For <input type="checkbox"/> 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 checked="" type="checkbox"/> No					

9. Name and Address of Current Registered Agent

**FLORIDA INSURANCE COMMISSIONER
 THE CAPITOL BUILDING
 TALLAHASSEE FL 32301**

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]*
 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	PD	<input type="checkbox"/> DELETE
NAME	HOWE, ROBERT M	
STREET ADDRESS	225 RAVENSCLIFF	
CITY-ST-ZIP	ST DAVIDS PA	
TITLE	VTD	<input type="checkbox"/> DELETE
NAME	HILLMAN, JOHN K	
STREET ADDRESS	1408 UXBRIDGE WAY	
CITY-ST-ZIP	N WALES PA	
TITLE	V	<input type="checkbox"/> DELETE
NAME	WHITE, JOHN R.	
STREET ADDRESS	5220 IVYSTREAM RD.	
CITY-ST-ZIP	HATBORO PA	
TITLE	V	<input type="checkbox"/> DELETE
NAME	WARE, JOHN W.	
STREET ADDRESS	394 DERRY DR	
CITY-ST-ZIP	ASTON PA	
TITLE	VC	<input type="checkbox"/> DELETE
NAME	CHICHESTER, RICHARD L.	
STREET ADDRESS	181 N. CLINTON ST.	
CITY-ST-ZIP	DOYLESTOWN PA	
TITLE	V	<input type="checkbox"/> DELETE
NAME	SULEK, PAUL J.	
STREET ADDRESS	157 EDGE LANE	
CITY-ST-ZIP	WILINGBORO NJ	

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	<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.

SIGNATURE: *[Signature]* **Richard L. Chichester** 4/23/97 (215) 643-6400

CR2E034 (9/96)

American Guardian Life Assurance Company

Officers:

Howe, Robert M.: President and Chief Executive Officer

Business Address: 980 Harvest Drive, Suite 200
Blue Bell, PA 19422

Residence Address: 225 Ravenscliff
St. Davids, PA 19087

Hillman, John K.: Senior Vice President, Chief Financial Officer, Treasurer and Assistant Secretary

Business Address: 980 Harvest Drive, Suite 200
Blue Bell, PA 19422

Residence Address: 775 Morris Road
Blue Bell, PA 19422

White, Alan S.: Vice President, General Counsel and Secretary

Business Address: 980 Harvest Drive, Suite 200
Blue Bell, PA 19422

Residence Address: 666 W. Germantown Pike
Plymouth Meeting, PA 19462

Sulek, Paul J.: Vice President, Chief Actuary and Assistant Secretary

Business Address: 980 Harvest Drive, Suite 200
Blue Bell, PA 19422

Residence Address: 157 Edge Lane
Willingboro, NJ 08046

Directors:

Guzzardi, Dr. Lawrence:

Address: 341 Creston Road
York, PA 17403

Hillman, John K.:

Address: 980 Harvest Drive, Suite 200
Blue Bell, PA 19422

Howe, Robert M.:

Address: 980 Harvest Drive, Suite 200
Blue Bell, PA 19422

Rafferty, Jr., Raymond R.:

Address: 259 Radnor Chester Road, Suite 140
Radnor, PA 19087

Sawyer III, Frederick W.:

Address: One American Row
Hartford, CT 06115

Ware, Jr., John W.:

Address: 980 Harvest Drive, Suite 200
Blue Bell, PA 19422

White, Alan S.:

Address: 980 Harvest Drive, Suite 200
Blue Bell, PA 19422

Chichester, Richard L.: Vice President and Controller

Business Address: 980 Harvest Drive, Suite 200
Blue Bell, PA 19422

Residence Address: 161 North Clinton Street
Doylestown, PA 18901

White, John R.: Vice President-Marketing

Business Address: 980 Harvest Drive, Suite 200
Blue Bell, PA 19422

Residence Address: 5220 Ivystream Road
Hatboro, PA 19040

Ware, John W.: Vice President-Operations

Business Address: 980 Harvest Drive, Suite 200
Blue Bell, PA 19422

Residence Address: 394 Derry Drive
Aston, PA 19014