PROFIT **CORPORATION** ANNUAL REPORT

1999



FLORIDA DEPARTMENT OF STATE

Katherine Harris

Secretary of State **DIVISION OF CORPORATIONS**

FILED Apr 29, 1999 8:00 am Secretary of State 04-29-1999 90171 044 ***150.00

Principal Place of Business 700 STATE ROAD 46E BATESVILLE IN 47006 US DO NOT WRITE IN THIS SPACE 3. Date Incorporated or Qualifed 09/26/1985 2. Principal Place of Business 2. Principal Place of Business 2. Principal Place of Business 2. Suite, Apt. #, etc. 2. Suite, Apt. #, etc. 2. City & State City & State City & State City & State 2. City & State City & State Trust Fund Contribution Added 2. Principal Place of Status Desired FLORIDA INSURANCE COMMISSIONER THE CAPITOL BLDG, MONROE STREET TALLAHASSEE FL 32301	
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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 charging it 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 ragent. 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. (NTE: Registered Agent signature required when reinstituting) DATE	Code
office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. Thereby accept the appointment as a 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 108 if applicable.	
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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 of an attachment with an address, with all other like empowered.

SIGNATURE:

812-934-8002

FORE THOUGHT

FORETHOUGHT LIFE INSURANCE COMPANY

BOARD OF DIRECTORS

707552 446931-90171-44

Daniel A. Hillenbrand W August Hillenbrand Frederick W. Rockwood Donald Barger

OFFICERS

Frederick W. Rockwood - President & Chief Executive Officer

Richard N. Coffin - Sr. VP - Chief Operating Officer and Assistant Treasurer

Stephen R. Lang - Vice President

John B. Yanko - Vice President & Chief Actuary

Judith Wright - Vice President, General Manager & Assistant Secretary

Ronald J. Marek - Vice President and Chief Financial Officer

Mark R. Lindenmeyer - Secretary

Deborah S. Wright - Assistant Secretary

Mark R. Lanning - Treasurer

William R. Donnelly - Assistant Secretary

Mark A. Willoughby - Assistant Secretary

David K. Mullen - Assistant Secretary

All Officers and Directors terms expire February 19, 2000