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FILED
May 10, 1999 8:00 am
Secretary of State

05-10-1999 90192 027 ***150.00

PROFIT CORPORATION ANNUAL REPORT 1999



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

DOCUMENT # 801823

1. Corporation Name
WASHINGTON NATIONAL INSURANCE COMPANY



Principal Place of Business
 222 MERCHANDIS MART PLAZA
 LINCOLNSHIRE IL 60069-3665
 US

Mailing Address
 11825 N PENNSYLVANIA STREET
 DEPT A2A
 CARMEL IN 46032
 US

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business
 21 222 Merchandise Mart Plaza
 Suite, Apt. #, etc.
 Chicago, IL
 Zip 60654 Country US

2a. Mailing Address
 26 11815 N. Pennsylvania St.
 Suite, Apt. #, etc.
 Dept. A2A
 Carmel, IN
 Zip 46032 Country US

3. Date Incorporated or Qualified
 10/24/1923

4. FEI Number
 36-1933760 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

9. Name and Address of Current Registered Agent
 COMMISSIONER OF INSURANCE AND TREASURE
 R
 CAPITAL BUILDING
 TALLAHASSEE FL 32304

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 _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	PD	1.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	KILIAN, THOMAS J	1.2 NAME	
STREET ADDRESS	11825 N PENNSYLVANIA STREET	1.3 STREET ADDRESS	11815 N. Pennsylvania St.
CITY-ST-ZIP	CARMEL IN 46032	1.4 CITY-ST-ZIP	
TITLE	EVPD	2.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	DICK, ROLLIN M	2.2 NAME	
STREET ADDRESS	11825 N PENNSYLVANIA STREET	2.3 STREET ADDRESS	11815 N. Pennsylvania St.
CITY-ST-ZIP	CARMEL IN 46032	2.4 CITY-ST-ZIP	
TITLE	EVSD	3.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	SABL, JOHN J	3.2 NAME	
STREET ADDRESS	11825 N PENNSYLVANIA STREET	3.3 STREET ADDRESS	11815 N. Pennsylvania St.
CITY-ST-ZIP	CARMEL IN 46032	3.4 CITY-ST-ZIP	
TITLE	SVT	4.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	ADAMS, JAMES S	4.2 NAME	
STREET ADDRESS	11825 N PENNSYLVANIA STREET	4.3 STREET ADDRESS	11815 N. Pennsylvania St.
CITY-ST-ZIP	CRMEL IN 46032	4.4 CITY-ST-ZIP	
TITLE	COBD	5.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	HILBERT, STEPHEN C	5.2 NAME	
STREET ADDRESS	11825 N PENNSYLVANIA STREET	5.3 STREET ADDRESS	11815 N. Pennsylvania St.
CITY-ST-ZIP	CARMEL IN 46032	5.4 CITY-ST-ZIP	
TITLE	SVAS	6.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	COLLIFLOWER, MICHAEL A	6.2 NAME	
STREET ADDRESS	11825 N PENNSYLVANIA STREET	6.3 STREET ADDRESS	11815 N. Pennsylvania St.
CITY-ST-ZIP	CARMEL IN 46032	6.4 CITY-ST-ZIP	

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: *Michael A. Colliflower* Michael A. Colliflower 4/26/99 (317)817-6000
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (11/98)

535404-90192-27
801823

WASHINGTON NATIONAL INSURANCE COMPANY

OFFICERS AND DIRECTORS

<u>Name</u>	<u>Office</u>
Stephen C. Hilbert	Chairman of the Board, Director
Ngairé E. Cuneo	Director
Thomas J. Kilian	President, Director
* Robert G. Clancy	Director
Rollin M. Dick	Executive Vice President and Chief Financial Officer, Director
John J. Sabl	Executive Vice President, General Counsel and Secretary, Director
* Laurence Good	Director
* Susan C. Morisato	Director
James S. Adams	Senior Vice President and Treasurer
David J. Barra	Senior Vice President, Finance
Robert E. Burkett, Jr.	Senior Vice President, Legal and Assistant Secretary
Michael A. Colliflower	Senior Vice President, Legal, Chief Compliance Officer and Assistant Secretary
Jon F. Davis	Senior Vice President, Actuarial
William T. Devanney, Jr.	Senior Vice President, Corporate Taxes
James S. Hawke	Senior Vice President, Actuarial
Ronald F. Ruhi	Senior Vice President, Chief Actuary
Mark Shaw	Senior Vice President, Actuarial
K. Lowell Short, Jr.	Senior Vice President, Controller
** Brian D. Camling	Vice President, Compliance
James M. Crafton	Vice President, Financial Reporting
James C. Crampton	Vice President, Corporate Taxes
Marcus A. Dallas	Vice President, Investment Accounting
Janice K. Henderson	Vice President, Policy Compliance
David D. Humm	Vice President, Corporate Taxes
Louis S. Kanowsky	Vice President, Statutory Reporting
Daniel M. Kiefer	Vice President, Accounting
Joseph L. Maverick	Vice President, Investment Officer
Dennis A. Taylor	Vice President, Financial Reporting
David A. White	Vice President, Marketing
Steven E. Willeke	Vice President, Financial Reporting
Joseph P. Clarke	Second Vice President, Financial Reporting
Beth A. Eischeid	Second Vice President, Legal
Jill A. Kirk	Second Vice President, Actuarial
Ty V. Nguyen	Second Vice President, Accounting

The address for the above Directors marked with * is 222 Merchandise Mart Plaza, Chicago, IL 60654.

The address for the above Officer marked with ** is 303 N. Main St., Rockford, IL 61101.

The address for the remaining Officers and Directors is 11815 N. Pennsylvania St., Carmel, IN 46032.