

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

FILED

Jan 30 1998 8:00am  
Secretary of State

PROFIT CORPORATION ANNUAL REPORT <b>1998</b>		FLORIDA DEPARTMENT OF STATE <b>Sandra B. Mortham</b> Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # **801824** (4)  
1. Corporation Name  
**RANGER INSURANCE COMPANY**



Principal Place of Business <b>10777 WESTHEIMER P.O. BOX 2807 HOUSTON TX 77252</b>	Mailing Address <b>10777 WESTHEIMER P.O. BOX 2807 HOUSTON TX 77252</b>
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip 24 Country		2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29 Country		3. Date Incorporated or Qualified <b>10/26/1923</b>	
4. FEI Number <b>74-1280541</b>		Applied For <input type="checkbox"/> Not Applicable		5. Certificate of Status Desired <input type="checkbox"/> <b>\$8.75 Additional Fee Required</b>	
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> <b>\$5.00 May Be Added to Fees</b>		8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No			

9. Name and Address of Current Registered Agent <b>INSURANCE COMMISSIONER STATE OF FLORIDA TALLAHASSEE FL 32301</b>		10. Name and Address of New Registered Agent 81 Name 82 Street Address (P.O. Box Number is Not Acceptable) 83 84 City <b>FL</b> 85 Zip Code	
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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 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		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	PD <b>WALLNER, PETER M.</b> 10777 WESTHEIMER HOUSTON, TX 77252	1.1 TITLE	PD <b>ROBERT H. RICH</b> 10777 Westheimer Houston, TX 77042
NAME		1.2 NAME	
STREET ADDRESS		1.3 STREET ADDRESS	
CITY-ST-ZIP		1.4 CITY-ST-ZIP	
TITLE	VD <b>SABO, ROBERT J.</b> 10777 WESTHEIMER HOUSTON, TX 00000	2.1 TITLE	VD <b>RONALD H. BAY</b> 10777 Westheimer Houston, TX 77042
NAME		2.2 NAME	
STREET ADDRESS		2.3 STREET ADDRESS	
CITY-ST-ZIP		2.4 CITY-ST-ZIP	
TITLE	S <b>BLASINGAME, BARBARA</b> 10777 WESTHEIMER HOUSTON, TX 00000	3.1 TITLE	VD <b>MICHAEL P. FAY</b> 10777 Westheimer Houston, TX 77042
NAME		3.2 NAME	
STREET ADDRESS		3.3 STREET ADDRESS	
CITY-ST-ZIP		3.4 CITY-ST-ZIP	
TITLE	VD <b>KENNY, JOHN L.</b> 10777 WESTHEIMER HOUSTON TX	4.1 TITLE	VD <b>George W. Newton</b> 10777 Westheimer Houston, TX 77042
NAME		4.2 NAME	
STREET ADDRESS		4.3 STREET ADDRESS	
CITY-ST-ZIP		4.4 CITY-ST-ZIP	
TITLE	V <b>HERBERT, ROBERT K.</b> 10777 WESTHEIMER HOUSTON TX	5.1 TITLE	VD <b>Arthur C. Platz</b> 10777 Westheimer Houston, TX 77042
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	
CITY-ST-ZIP		5.4 CITY-ST-ZIP	
TITLE	VD <b>QUIRIN, PHILLIP J.</b> 10777 WESTHEIMER HOUSTON TX	6.1 TITLE	
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		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.

SIGNATURE:

ROBERT J SABO 1-1-98 713 954-9100

CR2E034 (10/97)

## CORPORATE DATE SHEET

Revised: November 1, 1997

Name and Address of Corporation

FEIN: 74-1280541

Charter File No. 0891187

Ranger Insurance Company  
1209 Orange St., Wilmington, DE 19801/New Castle Cty/(302) 658-7581

Adm. Office: 10777 Westheimer, Suite 4 South, Houston, TX 77042  
Harris County/(713) 954-8100 or 1-800-392-1970

<u>Place &amp; Date of Incorporation</u>	<u>Term of Existence</u>	<u>Fiscal Yr. End</u>
Delaware - August 1, 1923	Perpetual	December 31

<u>No. Shares</u>	<u>Par</u>	<u>Total Capital</u>	<u># Shares</u>
<u>Authorized</u>	<u>Value</u>	<u>Authorized</u>	<u>Issued</u>
250,000	\$10.00	\$2,500,000.00	250,000

Name of Shareholder: Fairfax Inc. - 100% (name changed from Ranger Inc. effective July 3, 1996)

Peter M. Wallner resigned as Director and Pres. & COO 10/31/97 - he currently serves as Vice Chairman.

Number Required 11 - Quorum 6

Directors

V. Prem Watsa, Chairman  
Robert H. Rich  
Michael P. Fay  
J. Paul T. Fink  
Robbert Hartog  
John L. Kenny  
Arthur C. Pletz, II  
Philip J. Quirin, Jr.  
Robert J. Sabo  
Eric P. Salsberg  
John C. Varnell

EXECUTIVE COMMITTEE

V. Prem Watsa, Chairman  
John C. Varnell  
Robert H. Rich

FINANCE COMMITTEE

V. Prem Watsa, Chairman  
Robert H. Rich  
Robert J. Sabo

COMPENSATION COMMITTEE

V. Prem Watsa, Chairman  
John C. Varnell  
Robert H. Rich

AUDIT COMMITTEE

Robbert Hartog, Chairman  
V. Prem Watsa  
John C. Varnell  
Robert H. Rich

FAIRFAX FINANCIAL HOLDINGS LIMITED  
95 Wellington St., West/Suite 800  
Toronto, Ontario M5J 2N7  
CANADA

(416) 367-4941 FAX: (416) 367-4946

Officers

Robert H. Rich, President & Chief Executive Officer  
Ronald H. Bay, Senior Vice President  
Michael P. Fay, Senior Vice President  
John L. Kenny, Senior Vice President & General Counsel  
George W. Newton, Senior Vice President  
Arthur C. Pletz, II, Senior Vice President  
Philip J. Quirin, Jr., Senior Vice President  
Robert J. Sabo, Senior Vice President, Treasurer & CFO

Michael P. Berry, Vice President  
Jimmy C. Coats, Vice President  
John B. Deibler, Vice President  
\*John J. Donaghy, Vice President  
Robert K. Herbert, Jr., Vice President  
Wm. David Knight, Vice President  
Mary Julia Macune, Vice President  
Donald R. Mathis, Vice President  
Diana A. Seitz, Vice President  
George T. Younes, Vice President

Benjamin H. DeVries, Asst. Vice President  
\*Sandra M. Donaghy, Asst. Vice President  
Linda A. Eppolito, Asst. Vice Pres. & Asst. Controller  
David W. Grobmeier, Asst. Vice President  
John D. C. Harrelson, Asst. Vice President  
\*E. Michael Hoke, Asst. Vice President  
J. Davis Hyde, Asst. Vice President  
Peter J. Wiedemann, Asst. Vice President

Barbara P. Blasingame, Secretary  
Dawn C. Aitcheson, Secretary  
Rosalinda Flatter, Secretary  
C. Lynn Haney, Secretary  
Barbara M. Harvey, Secretary  
Michael K. Neff, Secretary  
Susan M. Reyes, Secretary  
Coyia L. Richter, Secretary  
M. Wendy Germani, Assistant Secretary  
Walter J. Kozuch, Assistant Secretary  
Jessie D. Matthews, Assistant Secretary  
P. Dianne Tingler, Assistant Secretary  
Robert M. Wagner, Assistant Secretary

\*RIC/Florida: 8050 Seminole Office Center, Suite 108  
Seminole, FL 33772 - (813) 393-1355 /FAX (813) 393-6556

Type, Time & Call of Shareholder Meeting

Annual - 3rd Wednesday in March - 9:00 a.m.  
Notice - 10 days  
Special - 10 days

Type, Time & Call of Directors Meeting

Annual - 3rd Wednesday in March (follows S/H Meeting)  
Notice - None  
Special - 2 days written; 1 day telegraphic