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**Apr 18 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 # 805194 (8)
 1. Corporation Name
MOTORS INSURANCE CORPORATION



Principal Place of Business THREE EXECUTIVE BLVD. P O BOX 940 YONKERS NY 10702 US	Mailing Address 3044 WEST GRAND BOULEVARD MC 482103301 DETROIT MI 48202-3037 US
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3. Date Incorporated or Qualified 05/01/1949	3a. Date of Last Report 02/07/1996
4. FEI Number 38-0855585	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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

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
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9. Name and Address of Current Registered Agent

**STATE INSURANCE COMMISSIONER
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
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 _____ DATE _____
Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS		<input type="checkbox"/> DELETE
TITLE	CD	
NAME	RINES, JOHN R	
STREET ADDRESS	3044 W GRAND BLVD.	
CITY-ST-ZIP	DETROIT MI	
TITLE	S	
NAME	FALIK, JOSEPH L	
STREET ADDRESS	3031 W GRAND BLVD	
CITY-ST-ZIP	DETROIT MI	
TITLE	EVPD	
NAME	NOLL, WILLIAM B	
STREET ADDRESS	3044 W GRAND BLVD.	
CITY-ST-ZIP	DETROIT MI	
TITLE	EVPD	
NAME	REDMOND, DONALD P	
STREET ADDRESS	ONE NATIONAL GENERAL PLAZA	
CITY-ST-ZIP	ST LOUIS MO	
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12		<input type="checkbox"/> Change	<input type="checkbox"/> Addition
1.1 TITLE			
1.2 NAME			
1.3 STREET ADDRESS			
1.4 CITY-ST-ZIP			
2.1 TITLE			
2.2 NAME			
2.3 STREET ADDRESS			
2.4 CITY-ST-ZIP			
3.1 TITLE			
3.2 NAME			
3.3 STREET ADDRESS			
3.4 CITY-ST-ZIP			
4.1 TITLE			
4.2 NAME			
4.3 STREET ADDRESS			
4.4 CITY-ST-ZIP			
5.1 TITLE			
5.2 NAME			
5.3 STREET ADDRESS			
5.4 CITY-ST-ZIP			
6.1 TITLE			
6.2 NAME			
6.3 STREET ADDRESS			
6.4 CITY-ST-ZIP			

SEE ATTACHED

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: *R.L. Donnay*

R.L. DONNAY, ASST. SECRETARY 4/7/97

CR2E034 (9/96)

MOTORS INSURANCE CORPORATION

BOARD OF DIRECTORS

John R. Rines, Chairman
Richard J. S. Clout
Eric A. Feldstein
John D. Finnegan
Charles Froland
John E. Gibson
Michael E. Klehm
Carol J. Knorr
Leon J. Krain
Gregory E. Lau
R. Paul Maddock
William B. Noll
Donald P. Redmond
W. Allen Reed
R. Charles Tschampion

BUSINESS ADDRESS

3044 West Grand Boulevard, Detroit, MI 48202
3044 West Grand Boulevard, Detroit, MI 48202
3044 West Grand Boulevard, Detroit, MI 48202
767 Fifth Avenue, New York, NY 10153
767 Fifth Avenue, New York, NY 10153
3044 West Grand Boulevard, Detroit, MI 48202
767 Fifth Avenue, New York, NY 10153
3044 West Grand Boulevard, Detroit, MI 48202
100 Renaissance Center, Detroit, MI 48243
3044 West Grand Boulevard, Detroit, MI 48202
3044 West Grand Boulevard, Detroit, MI 48202
3044 West Grand Boulevard, Detroit, MI 48202
One National General Plaza, Earth City, MO 63045
767 Fifth Avenue, New York, NY 10153
767 Fifth Avenue, New York, NY 10153

OFFICERS

Executive Vice President &
Chief Financial Officer:

William B. Noll

3044 West Grand Boulevard, Detroit, MI 48202

Executive Vice Presidents:

Eric A. Feldstein

3044 West Grand Boulevard, Detroit, MI 48202

Carol J. Knorr

3044 West Grand Boulevard, Detroit, MI 48202

Donald P. Redmond

One National General Plaza, Earth City, MO 63045

Vice Presidents:

John P. Boris

3044 West Grand Boulevard, Detroit, MI 48202

Thomas D. Callahan

3044 West Grand Boulevard, Detroit, MI 48202

Louis S. Carrio, Jr.

3044 West Grand Boulevard, Detroit, MI 48202

Steven M. DiPeri

Mayesbrook House, Ring Rd., West Pk., Leeds, U. K.

Grover M. Edie

3044 West Grand Boulevard, Detroit, MI 48202

Harvey Lippow

3044 West Grand Boulevard, Detroit, MI 48202

Arturo M. Raschbaum

6000 Midlantic Drive, Mt. Laurel, NJ 08054

Vice President & Treasurer:

Bernard J. Buselmeier

3044 West Grand Boulevard, Detroit, MI 48202

Secretary & General Counsel:

Joseph L. Falik

3031 West Grand Boulevard, Detroit, MI 48202

Assistant Secretary:

Robert L. Donnay

3044 West Grand Boulevard, Detroit, MI 48202