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Secretary of State

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PROFIT CORPORATION
 ANNUAL REPORT
 1999



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

DOCUMENT # 809988

1. Corporation Name
FOREMOST INSURANCE COMPANY

Principal Place of Business
 5600 BEECH TREE LANE
 CALEDONIA MI 49316
 US

Mailing Address
 P.O. BOX 2450
 ATTENTION TAX DEPT
 GRAND RAPIDS MI 49501
 US

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified

09/13/1954

4. FEI Number

38-1407533

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

2. Principal Place of Business

21 Suite, Apt. #, etc.

23 City & State

24 Zip

25 Country

2a. Mailing Address

26 Suite, Apt. #, etc.

27 City & State

29 Zip

30 Country

9. Name and Address of Current Registered Agent

INSURANCE COMMISSIONER
 STATE OF FLORIDA
 CAPITOL BUILDING
 TALLAHASSEE FL

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, typed or printed name of registered agent and title if applicable.

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

TITLE	NAME	STREET ADDRESS	CITY-ST-ZIP	<input type="checkbox"/> DELETE
PD	ANTONINI, RICHARD L	5600 BEECH TREE LANE	CALEDONIA MI	<input type="checkbox"/>
V	HANNIGAN, JOHN J.	5600 BEECH TREE LANE	CALEDONIA MI	<input type="checkbox"/>
V	HEATHERLY, DAVID A.	5600 BEECH TREE LANE	CALEDONIA MI	<input type="checkbox"/>
VTD	WLOUDSTRA, F ROBERT	5600 BEECH TREE LANE	CALEDONIA MI	<input type="checkbox"/>
VS	YARED, PAUL D	5600 BEECH TREE LANE	CALEDONIA MI	<input type="checkbox"/>
V	BOSHOVEN, STEPHEN J	5600 BEECH TREE LANE	CALEDONIA MI	<input type="checkbox"/>

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

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

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: *[Signature]* HAINES-CONTROLLER 02/22/99 (616) 956-3750

SIGNATURE, TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Date

Daytime Phone #

CR2E034 (1/98)

254264-9004341

809988

FOREMOST INSURANCE COMPANY
 ADDITIONAL OFFICERS & DIRECTORS

<u>TITLE</u>	<u>NAME</u>	<u>STREET ADDRESS</u>	<u>CITY, STATE</u>
V/D	ORANGE, LARRY J.	5600 BEECH TREE LANE	CALEDONIA, MI
V	BROWN, ROBERT J.	5600 BEECH TREE LANE	CALEDONIA, MI
V	SHATTUCK, GEORGE H.	5600 BEECH TREE LANE	CALEDONIA, MI
V	TROUTMAN, EDWARD L.	5600 BEECH TREE LANE	CALEDONIA, MI
V	BROWN, MARTIN R.	5600 BEECH TREE LANE	CALEDONIA, MI
V	BLAUWKAMP, ROBERT J.	5600 BEECH TREE LANE	CALEDONIA, MI
V	COK, MICHAEL J.	5600 BEECH TREE LANE	CALEDONIA, MI
V	COLLINS, DONALD M.	5600 BEECH TREE LANE	CALEDONIA, MI
V	DAVID, JOSEPH G.	5600 BEECH TREE LANE	CALEDONIA, MI
V	DOMPIERRE, ROBERT J.	5600 BEECH TREE LANE	CALEDONIA, MI
V	GUTEK, SARAH P.	5600 BEECH TREE LANE	CALEDONIA, MI
V	JOHNSON, JOHN E.	5600 BEECH TREE LANE	CALEDONIA, MI
V	JOYNER, RONNIE L.	5600 BEECH TREE LANE	CALEDONIA, MI
V	MC LANE, CYNTHIA A.	5600 BEECH TREE LANE	CALEDONIA, MI
V	PESSETTI, MICHAEL J.	5600 BEECH TREE LANE	CALEDONIA, MI
V	RUBUSH, NORMA J.	5600 BEECH TREE LANE	CALEDONIA, MI
V	RUDER, NORA L.	5600 BEECH TREE LANE	CALEDONIA, MI
V	SCHIERLOH, JOHN A.	5600 BEECH TREE LANE	CALEDONIA, MI
V	TREUL, NANCY H.	5600 BEECH TREE LANE	CALEDONIA, MI
V	WACHTER, RICHARD T.	5600 BEECH TREE LANE	CALEDONIA, MI
V/AT	WELSH, DONALD D.	5600 BEECH TREE LANE	CALEDONIA, MI
AVP	BIGELOW, MICHAEL D.	5600 BEECH TREE LANE	CALEDONIA, MI
AVP	BLOUW, MARAGRET J.	5600 BEECH TREE LANE	CALEDONIA, MI
AVP	CARROLL, MARK E.	5600 BEECH TREE LANE	CALEDONIA, MI
AVP	CASTLEMAN, GERALDINE A.	5600 BEECH TREE LANE	CALEDONIA, MI
AVP	DORDAN, NYANN R.	5600 BEECH TREE LANE	CALEDONIA, MI
AVP	EMAUS, DAVID A.	5600 BEECH TREE LANE	CALEDONIA, MI
AVP	FAULKNER, CORNELIUS J.	5600 BEECH TREE LANE	CALEDONIA, MI
AVP	FJESETH, A. PETER	5600 BEECH TREE LANE	CALEDONIA, MI
AVP	HARMON, ANNE E.	5600 BEECH TREE LANE	CALEDONIA, MI
AVP	HOEKSTRA, HENRY J.	5600 BEECH TREE LANE	CALEDONIA, MI
AVP	KELLY, DAVID J.	5600 BEECH TREE LANE	CALEDONIA, MI
AVP	LEJA, JOHN T.	5600 BEECH TREE LANE	CALEDONIA, MI
AVP	NORTHWAY, JANET H.	5600 BEECH TREE LANE	CALEDONIA, MI
AVP	NOWAK, JAMES E.	5600 BEECH TREE LANE	CALEDONIA, MI
AVP	ROBERTSON, JOHN S.	5600 BEECH TREE LANE	CALEDONIA, MI
AVP	SANDERS, KURT A.	5600 BEECH TREE LANE	CALEDONIA, MI
AVP	SELLHORN, RANDALL C.	5600 BEECH TREE LANE	CALEDONIA, MI
AVP	SLOTTEN, RANDALL E.	5600 BEECH TREE LANE	CALEDONIA, MI
AVP	TEPPER, DOUGLAS	5600 BEECH TREE LANE	CALEDONIA, MI
AVP	WESTENBROEK, EDGAR A.	5600 BEECH TREE LANE	CALEDONIA, MI
AVP	ATKARI, ANDREW C.	5600 BEECH TREE LANE	CALEDONIA, MI
AVP	DALMAN, BARBARA C.	5600 BEECH TREE LANE	CALEDONIA, MI
AVP	GONTJES, JAMES L.	5600 BEECH TREE LANE	CALEDONIA, MI
AVP	KALINKA, JOHN T.	5600 BEECH TREE LANE	CALEDONIA, MI
AVP	MULDER, LEO E.	5600 BEECH TREE LANE	CALEDONIA, MI
AVP	PETERSON, MICHAEL C.	5600 BEECH TREE LANE	CALEDONIA, MI
AVP	STIGER, DOROTHY P.	5600 BEECH TREE LANE	CALEDONIA, MI
AVP	VANDUSSEN, PRISCILLA L.	5600 BEECH TREE LANE	CALEDONIA, MI
C	HAINES, KENNETH C.	5600 BEECH TREE LANE	CALEDONIA, MI
D	PARINI, JOSEPH A.	2735 LAKE DR SE	GRAND RAPIDS, MI
D	RAIVES, ROBERT M.	575 MADISON AVE.	NEW YORK, NY
D	CANEPA, JOHN C.	3022 HALL ST SE	GRAND RAPIDS, MI