

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

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Apr 23, 1999 8:00 am
Secretary of State

04-23-1999 90134 042 ***150.00

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PROFIT CORPORATION ANNUAL REPORT 1999



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

DOCUMENT # **811341**

1. Corporation Name
CONSTITUTION LIFE INSURANCE COMPANY



Principal Place of Business: 717 N HARWOOD DALLAS TX 75201 US

Mailing Address: P.O. BOX 2699 DALLAS TX 75221 US

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: **09/28/1956**

4. FEI Number: **36-1824600**

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

**INSURANCE COMMISSIONER
 CAPITAL BLDG.
 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 _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS		
TITLE	VD	<input checked="" type="checkbox"/> DELETE
NAME	MONTGOMER, D B	
STREET ADDRESS	717 N HARWOOD	
CITY-ST-ZIP	DALLAS TE 75201	
TITLE	TD	<input checked="" type="checkbox"/> DELETE
NAME	HULL, JOHN T	
STREET ADDRESS	717 N HARWOOD	
CITY-ST-ZIP	DALLAS TX 75201	
TITLE	V	<input checked="" type="checkbox"/> DELETE
NAME	WILSON, MARY M.	
STREET ADDRESS	717 N HARWOOD	
CITY-ST-ZIP	DALLAS TX 75201	
TITLE	V	<input checked="" type="checkbox"/> DELETE
NAME	RICHARD P. PIMSNER	
STREET ADDRESS	717 N HARWOOD	
CITY-ST-ZIP	DALLAS TX 75201	
TITLE	PD	<input checked="" type="checkbox"/> DELETE
NAME	BOWER, J C	
STREET ADDRESS	717 N HARWOOD	
CITY-ST-ZIP	DALLAS TX 75201	
TITLE	VS	<input checked="" type="checkbox"/> DELETE
NAME	LEONARD, D A	
STREET ADDRESS	717 N HARWOOD	
CITY-ST-ZIP	DALLAS TX 75201	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12		
1.1 TITLE	Dir., Pres. and CEO	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
1.2 NAME	J. Paul Edmondson	
1.3 STREET ADDRESS	2610 Wycliff Road	
1.4 CITY-ST-ZIP	Raleigh, NC 27607	
2.1 TITLE	Dir., Sr.V.P. (Treas.)	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
2.2 NAME	Martha L. Frye	
2.3 STREET ADDRESS	2610 Wycliff Road	
2.4 CITY-ST-ZIP	Raleigh, NC 27607	
3.1 TITLE	Sr.V.P. (Marketing)	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	Allan Jones	
3.3 STREET ADDRESS	717 North Harwood Street	
3.4 CITY-ST-ZIP	Dallas, TX 75201	
4.1 TITLE	Sr.V.P. (Operations)	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
4.2 NAME	Julia L. Scott	
4.3 STREET ADDRESS	2610 Wycliff Road	
4.4 CITY-ST-ZIP	Raleigh, NC 27607	
5.1 TITLE	V.P. (Tax)	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
5.2 NAME	Carl L. Cochran	
5.3 STREET ADDRESS	2610 Wycliff Road	
5.4 CITY-ST-ZIP	Raleigh, NC 27607	
6.1 TITLE	Dir., V.P., Gen. Coun. & Secy.	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
6.2 NAME	J. Peter Kusev	
6.3 STREET ADDRESS	2610 Wycliff Road	
6.4 CITY-ST-ZIP	Raleigh, NC 27607	

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 unchanged, or on an attachment with an address, with all other like empowered.

SIGNATURE *Patricia Butler* **PATRICIA BUTLER**
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

4/7/99 919-786-8186
 Date Daytime Phone #

CR2E034 (11/98)

811341

401081-90134-42

CORPORATE STRUCTURE

NAME OF COMPANY: Constitution Life Insurance Company

STATE OF INCORPORATION: Texas DATE: June 11, 1929

CAPITAL STRUCTURE:

AUTHORIZED SHARES (Common)	50,000
ISSUED & OUTSTANDING (Common)	49,998
PAR VALUE	\$60.00
TOTAL CAPITAL STOCK	

HOME OFFICE:

717 North Harwood Street
Dallas, Texas 75201
(214) 954-7111

DIRECTORS:

	<u>DATE OF ELECTION</u>
Richard H. Bailes	8/14/98
J. Paul Edmondson	8/14/98
Martha L. Frye	8/14/98
J. Peter Kusev	8/14/98
Julia L. Scott	8/14/98

OFFICERS:

	<u>DATE OF ELECTION</u>
J. Paul Edmondson – President and Chief Executive Officer	8/14/98
Martha L. Frye – Sr. V.P. (Finance) and Treasurer	8/1/98 8/14/98
Allan Jones – Sr. V.P. (Marketing)	5/1/97
Julia L. Scott – Sr. V.P. (Operations)	8/1/98
Carl L. Cochrane – V.P. (Tax)	11/16/98
J. Peter Kusev – V.P. (Compliance and Government Relations), General Counsel and Secretary	8/1/98 8/14/98
Douglas S. Van Dam – V.P., Appointed Actuary and Chief Actuary	8/1/98 8/14/98

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Constitution Life Insurance Company

<u>OFFICERS (Continued):</u>	<u>DATE OF ELECTION</u>
Arthur B. Goss – Vice President and Director (Internal Audit)	4/30/98
James P. Grover – V.P. (Regulatory and Corporate Compliance)	4/30/98
Betty M. Jobson – V.P. (Investments) and Asst. Treasurer	12/31/98 8/14/98
Walt Slusser – Regional V.P.	5/1/97
Russell J. Snyder – V.P. (Field Compensation and Operational Planning)	8/1/98
Jill N. Allen – Asst. V.P. (Actuarial)	8/1/98
Orville Atkins – Asst. V.P. (Government Relations)	8/1/98
Richard H. Bailes – Asst. V.P. and Associate General Counsel	8/1/98
William Cushman – Asst. V.P. (Financial Reporting)	8/1/98
John T. Mackin, Jr. – Asst. V.P. (Compliance and Government Relations)	8/1/98
David Boone – Assistant Secretary	8/1/98
Patricia B. Butler – Assistant Secretary	8/1/98
Ron Farmer – Assistant Secretary	8/1/98
Doris Fisher – Assistant Secretary	8/1/98
David Leonard – Assistant Secretary	8/14/98
Joan Olson – Assistant Secretary	8/1/98
Richard P. Pimsner – Assistant Secretary	8/14/98

Ownership of Issued Stock:

Wholly-owned by Southwestern Financial Corporation.

Annual Meeting – When:

Directors – How Many:

Five (5).

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Constitution Life Insurance Company

Miscellaneous:

NAIC Group Code: 0647

NAIC Company Code: 62359

Federal I.D. Number: 36-1824600

Tax Reporting Year: December 31

GAAP Reporting Year: December 31

Licensed Jurisdictions:

See Schedule T of CLIC's Annual Statement.