

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

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**Apr 01 1998 8:00am
Secretary of State**

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # 816587 (0)
1. Corporation Name
THE AMERICAN ROAD INSURANCE COMPANY



Principal Place of Business PO BOX 6044 DEARBORN MI 48121 US	Mailing Address PO BOX 6044 DEARBORN MI 48121 US
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 12/31/1962	
21	Suite, Apt. #, etc.	26	Suite, Apt. #, etc.	4. FEI Number 38-1630841	Applied For Not Applicable
22	City & State	27	City & State	5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
23	Zip	28	Country	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
24	Country	29	Country	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 STATE INSURANCE COMMISSIONER CAPITOL BLDG 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	COB	1.1 TITLE	Chairman of the board <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	ODOM, W E	1.2 NAME	Kenneth Whipple
STREET ADDRESS	THE AMERICAN ROAD DEARBORN MI	1.3 STREET ADDRESS	The American Road
	<input checked="" type="checkbox"/> DELETE	1.4 CITY-ST-ZIP	Dearborn, Michigan 48121
TITLE	P	2.1 TITLE	President <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	TRAPP, PETER R.	2.2 NAME	James Moritz
STREET ADDRESS	THE AMERICAN RD DEARBORN MI	2.3 STREET ADDRESS	The American Road
	<input checked="" type="checkbox"/> DELETE	2.4 CITY-ST-ZIP	Dearborn, Michigan 48121
TITLE	AS	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	ROGOFF, CAROL V	3.2 NAME	
STREET ADDRESS	THE AMERICAN RD DEARBORN MI	3.3 STREET ADDRESS	
	<input type="checkbox"/> DELETE	3.4 CITY-ST-ZIP	
TITLE	V	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	O'REAR, M. R	4.2 NAME	
STREET ADDRESS	THE AMERICAN ROAD DEARBORN MI	4.3 STREET ADDRESS	
	<input type="checkbox"/> DELETE	4.4 CITY-ST-ZIP	
TITLE	S	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	SMITH, H D	5.2 NAME	
STREET ADDRESS	THE AMERICAN ROAD DEARBORN MI	5.3 STREET ADDRESS	
	<input type="checkbox"/> DELETE	5.4 CITY-ST-ZIP	
TITLE	V	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BRINGARD, J G	6.2 NAME	
STREET ADDRESS	THE AMERICAN ROAD DEARBORN MI	6.3 STREET ADDRESS	
	<input type="checkbox"/> DELETE	6.4 CITY-ST-ZIP	

See Attached Officers & Directors Listings

CR2E034 (10/97)

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: *Carol V. Rogoff* **Carol V. Rogoff Assistant Secretary** 1/15/98 (313) 248-8078

THE AMERICAN ROAD INSURANCE COMPANY

P.O. Box 6044 - Legal Office
Dearborn, MI 48121-6044

Date of Incorporation: 12-28-59
Jurisdiction of Incorporation: Michigan
Federal ID: 38-1630841
Parent Corporation: Ford Motor Credit Company

Purpose of Business: Issues physical damage insurance covering vehicles financed by Ford Credit and liability insurance relating to ESP contracts sold by franchised Ford dealers.

TITLE	NAME/SS#	RESIDENCE ADDRESS	BUSINESS ADDRESS
DIRECTORS			
DIRECTOR	JOHN P. BURKHARD 407-58-3959	630 FLORENCE ANN ARBOR, MI 48103	THE AMERICAN ROAD DEARBORN, MI 48121
DIRECTOR	KENNETH J. COATES 539-38-1292	1221 NORTH GLENGARRY ROAD BLOOMFIELD HILLS, MI 48301	THE AMERICAN ROAD DEARBORN, MI 48121
DIRECTOR	EDSEL B. FORD II 111-36-6474	FORD ESTATES 1201 PARKLANE TOWERS WEST DEARBORN, MI 48126	THE AMERICAN ROAD DEARBORN, MI 48121
DIRECTOR	JAMES M. MORITZ 384-52-6029	1013 AUDUBON GROSSE POINTE PK., MI 48231	THE AMERICAN ROAD DEARBORN, MI 48121
DIRECTOR	GREGORY C. SMITH 296-44-0226	2626 HUNTERS BLUFF BLOOMFIELD HILLS, MI 48304	THE AMERICAN ROAD DEARBORN, MI 48121
DIRECTOR	KENNETH WHIPPLE 384-30-6502	1115 COUNTRY CLUB DRIVE BLOOMFIELD HILLS, MI 48304	THE AMERICAN ROAD DEARBORN, MI 48121
OFFICERS			
CHAIRMAN OF THE BOARD	KENNETH WHIPPLE 384-30-6502	1115 COUNTRY CLUB DRIVE BLOOMFIELD HILLS, MI 48304	THE AMERICAN ROAD DEARBORN, MI 48121
VICE CHAIRMAN OF THE BOARD	EDSEL B. FORD II 111-36-6474	FORD ESTATES 1201 PARKLANE TOWERS WEST DEARBORN, MI 48126	THE AMERICAN ROAD DEARBORN, MI 48121
PRESIDENT	JAMES M. MORITZ 384-52-6029	1013 AUDUBON GROSSE POINTE PK., MI 48231	THE AMERICAN ROAD DEARBORN, MI 48121
EXECUTIVE VICE PRESIDENT	KENNETH J. COATES 539-38-1292	1221 NORTH GLENGARRY ROAD BLOOMFIELD HILLS, MI 48301	THE AMERICAN ROAD DEARBORN, MI 48121
EXECUTIVE VICE PRESIDENT	GREGORY C. SMITH 296-44-0226	2626 HUNTERS BLUFF BLOOMFIELD HILLS, MI 48304	THE AMERICAN ROAD DEARBORN, MI 48121
VICE PRESIDENT	ELIZABETH S. ACTON	<i>INFO NOT REC'D FROM OFFICER AT THIS TIME</i>	THE AMERICAN ROAD DEARBORN, MI 48121
VICE PRESIDENT / GENERAL COUNSEL	JERRY D. BRINGARD 376-34-4658	20136 EAST RIVER ROAD GROSSE ILE, MI 48138	THE AMERICAN ROAD DEARBORN, MI 48121
VICE PRESIDENT / TREASURER	JOHN P. BURKHARD 407-58-3959	630 FLORENCE ANN ARBOR, MI 48103	THE AMERICAN ROAD DEARBORN, MI 48121
VICE PRESIDENT	MICK C. CRUCE 365-52-4151	15901 HUFF LIVONIA, MI 48154	THE AMERICAN ROAD DEARBORN, MI 48121
VICE PRESIDENT	GARRY B. NELSON 345-44-0412	28503 GREEN WILLOW FARMINGTON HILLS, MI 48331	THE AMERICAN ROAD DEARBORN, MI 48121

THE AMERICAN ROAD INSURANCE COMPANY

TITLE	NAME/SS#	RESIDENCE ADDRESS	BUSINESS ADDRESS
OFFICERS (CONT)			
VICE PRESIDENT	MICHAEL R. O'REAR 532-42-0749	4850 WHITMAN CIRCLE N. ANN ARBOR, MI 48103	THE AMERICAN ROAD DEARBORN, MI 48121
VICE PRESIDENT / CONTROLLER	TOM F. RACKLEY	<i>INFO NOT REC'D FROM OFFICER AT THIS TIME</i>	THE AMERICAN ROAD DEARBORN, MI 48121
VICE PRESIDENT	DENNIS E. ROSS 354-46-4476	5653 SHADOW LANE BLOOMFIELD HILLS, MI 48302	THE AMERICAN ROAD DEARBORN, MI 48121
SECRETARY	HURLEY D. SMITH 313-44-2768	8205 VALLEYVIEW CLARKSTON, MI 48348	THE AMERICAN ROAD DEARBORN, MI 48121
ASSISTANT SECRETARY	RICHARD P. CONRAD 269-38-2204	11301 BERWICK LIVONIA, MI 48150	THE AMERICAN ROAD DEARBORN, MI 48121
ASSISTANT SECRETARY	STEPHEN F. GANTNER 307-42-3325	16489 EDGEWOOD DRIVE LIVONIA, MI 48154	THE AMERICAN ROAD DEARBORN, MI 48121
ASSISTANT SECRETARY	THOMAS W. PARKINSON 362-48-7948	25879 TIMBER TRAIL DEARBORN HEIGHTS, MI 48127	THE AMERICAN ROAD DEARBORN, MI 48121
ASSISTANT SECRETARY	JOHN M. RINTAMAKI 371-42-3468	5502 GREAT HAWK CIRCLE ANN ARBOR, MI 48105	THE AMERICAN ROAD DEARBORN, MI 48121
ASSISTANT SECRETARY	CAROL V. ROGOFF 386-48-4428	4482 GOLFVIEW DRIVE BRIGHTON, MI 48116	THE AMERICAN ROAD DEARBORN, MI 48121
ASSISTANT SECRETARY	PAUL A. SWAN, JR. 307-30-4504	30594 FOX CLUB DRIVE FARMINGTON HILLS, MI 48018	THE AMERICAN ROAD DEARBORN, MI 48121
ASSISTANT SECRETARY	CHARLES L. WELLS 362-48-9289	44555 MIDWAY DRIVE NOVI, MI 48050	THE AMERICAN ROAD DEARBORN, MI 48121
ASSISTANT TREASURER	JAMES W. BOSSCHER 384-46-3445	881 POND ISLAND DRIVE NORTHVILLE, MI 48167	THE AMERICAN ROAD DEARBORN, MI 48121
ASSISTANT TREASURER	SIDNEY L. HOCKETT, JR. 322-46-5882	1803 KINGS HIGHWAY LINCOLN PARK, MI 48146	THE AMERICAN ROAD DEARBORN, MI 48121
ASSISTANT TREASURER	JAMES A. KURTZ 386-42-4747	47558 NORTH SHORE DRIVE BELLEVILLE, MI 48111	THE AMERICAN ROAD DEARBORN, MI 48121
ASSISTANT TREASURER	MARK R. TURNER 349-44-6287	29703 CITATION TRIANGLE #10-201 FARMINGTON HILLS, MI 48331	THE AMERICAN ROAD DEARBORN, MI 48121
ASSISTANT TREASURER	MARK D. WRASE 385-62-8957	8990 PARK AVENUE ALLEN PARK, MI 48101	THE AMERICAN ROAD DEARBORN, MI 48121

CAPITAL STOCK	Price/Par Value: \$10.00	Authorized: 300,000	# Shares: 300,000.00
Common:		Outstanding: 300,000	From: 03/29/96