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PROFIT
CORPORATION
ANNUAL REPORT
1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Morton
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # 817813 (9)

1. Corporation Name

HIGHLANDS INSURANCE COMPANY

Principal Place of Business

10370 RICHMOND AVE
HOUSTON TEXAS 77042

Mailing Address

10370 RICHMOND AVE
HOUSTON TEXAS 77042

2. Principal Place of Business

2a. Mailing Address

21 10370 RICHMOND AVE

26 Suite, Apt., etc.

22 Suite, Apt., etc.

27 Suite, Apt., etc.

23 City & State
HOUSTON, TX

28 City & State

24 Zip 77042 25 Country USA

29 Zip 30 Country

9. Name and Address of Current Registered Agent

INSURANCE COMMISSIONER
CAPITOL BUILDING,
TALLAHASSEE FL 32304

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 607.0102 and 607.1503, 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 607.0106, Florida Statutes.

SIGNATURE

Signature of Registered Agent

Signature of Officer or Director

DATE

12. OFFICERS AND DIRECTORS

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE	NAME	STREET ADDRESS	CITY, ST, ZIP
V	WEBERPAL, M.A.	61 AMBLESIDE CRESENT SUGARLAND TX	
V	SMITH, J.E.	11506 STANCLIFF HOUSTON TX	
PD	DUBLE, H G	2918 COUNTRY CLUB BLVD HOUSTON, TX 00000	
VD	BACHAND, C J	2911 BAY COLONY CT KATY TX	
D	CRUIKSHANK, T.H.	3508 MARQUETTE DALLAS TX	
D	COLEMAN, L.L.	906 TARRINGTON CT HOUSTON TX	

TITLE	NAME	STREET ADDRESS	CITY, ST, ZIP
PD	HAVERLAND, RICHARD M	10370 RICHMOND AVENUE HOUSTON, TEXAS 77042-4123	
V	HALLMAN, DWAYNE D	10370 RICHMOND AVENUE HOUSTON, TEXAS 77042-4123	
VD	JAVOR, KENNETH D	10370 RICHMOND AVENUE HOUSTON, TEXAS 77042-4123	
VD	MONTGOMERY, W DALE	10370 RICHMOND AVENUE HOUSTON, TEXAS 77042-4123	
VD	RESCH, ROBERT C	10370 RICHMOND AVENUE HOUSTON, TEXAS 77042-4123	
VD	STEPHENS, ROBERT M	10370 RICHMOND AVENUE HOUSTON, TEXAS 77042-4123	

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(a), 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 registered or designated agent; and that I am 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 addition with an address.

SIGNATURE:

Don E. Robison
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

4/1/96 (73) 267-8224

CP2E034 (12/95)