

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

FILED

Mar 20 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Morthant Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # **821734** (1)
1. Corporation Name
ALLEDALE MUTUAL INSURANCE COMPANY

Principal Place of Business ALLEDALE PARK P.O. BOX 7500 JOHNSTON RI 02919	Mailing Address ALLEDALE PARK P.O. BOX 7500 JOHNSTON RI 02919
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DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified 08/14/1968	
4. FEI Number 05-0316605	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 owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

2. Principal Place of Business	2a. Mailing Address
21 Suite, Apt. #, etc.	26 Suite, Apt. #, etc.
22 City & State	27 City & State
23 Zip	28 Zip
24 Country	29 Country
25	30

9. Name and Address of Current Registered Agent HUNT, JOHN E., JR 325 KNOX ROAD BLDG. G, SUITE 101 TALLAHASSEE FL 32303	
81 Name	
82 Street Address (P.O. Box Number is Not Acceptable)	
83	
84 City	FL
85 Zip Code	

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	P <input type="checkbox"/> DELETE
NAME	SUBRAMANIAM, SHIVAN S.
STREET ADDRESS	14 ROSE COURT
CITY-ST-ZIP	PROVIDENCE RI
TITLE	VS <input type="checkbox"/> DELETE
NAME	POMEROY, JOHN J.
STREET ADDRESS	179 PINECREST DRIVE
CITY-ST-ZIP	NO. KINGSTON RI
TITLE	AVP <input type="checkbox"/> DELETE
NAME	PROULX, NORMAN
STREET ADDRESS	78 LEE CIRCLE
CITY-ST-ZIP	PASCOAG RI
TITLE	D <input type="checkbox"/> DELETE
NAME	ADJORJAN, JULIUS J.
STREET ADDRESS	165 SOUTH MAPLES
CITY-ST-ZIP	WEBSTER GROVES MO
TITLE	V <input type="checkbox"/> DELETE
NAME	MEKRUT, WILLIAM A.
STREET ADDRESS	4 FAIR OAKS DRIVE
CITY-ST-ZIP	LINCOLN RI
TITLE	D <input type="checkbox"/> DELETE
NAME	CAREY, JOHN J.
STREET ADDRESS	12166 WATEROAK DRIVE
CITY-ST-ZIP	ESTERO FL

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 CITY-ST-ZIP	
2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY-ST-ZIP	
3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY-ST-ZIP	
4.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	J. Joe Adorjan
4.3 STREET ADDRESS	200 South Michigan Avenue
4.4 CITY-ST-ZIP	Chicago, IL 60604
5.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	V/T
5.3 STREET ADDRESS	
5.4 CITY-ST-ZIP	
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	
6.3 STREET ADDRESS	
6.4 CITY-ST-ZIP	

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:

March 13 1998 (401) 275-3000

CR2E034 (10/97)

**PRINCIPAL OFFICERS
OF
ALLENDALE MUTUAL INSURANCE COMPANY
AFFILIATED F M INSURANCE COMPANY
APPALACHIAN INSURANCE COMPANY
NEW PROVIDENCE CORPORATION**

Shivan Sivaswamy Subramaniam
14 Rose Court
Providence, RI 02906

Chairman and President

Antonius Rudolfus Henricus Bosman
1007 Warwick Neck Avenue
Warwick, RI 02889

Executive Vice President

Brian Joseph Hurley
56 Bourne Lane
Barrington, RI 02806

Executive Vice President

Norman Dean Baker, Jr.
37 Ferry Road
Saunderstown, RI 02874

Senior Vice President -
Investments

Robert Edward Bean
Waterman Drive
North Scituate, RI 02857

Senior Vice President - Staff
Underwriting & Reinsurance

David Eugene Blake
1365 Martina Drive
Dunwoody, GA 30338

Senior Vice President &
Regional Manager,
Atlanta Operations

Roland James Bonitati
380 Olney Arnold Road
Cranston, RI 02921

Senior Vice President -
Staff Marketing

Perry Rolland Brazeau
64 Tilman Circle
Markham, Ontario L3P 5V7

Senior Vice President -
Mgr. Canadian Operations

Kenneth Edward Devlin
1061 Maybrook Drive
Beverly Hills, CA 90210

Senior Vice President &
Regional Manager
Los Angeles Operations

William Alfred Mekrut
4 Fair Oaks Drive
Lincoln, RI 02865

Vice President -
Finance

Darrell Ralph May
50 White Falls Trail
South Kingstown, RI 02879

Senior Vice President -
Information Services

Wayne Benjamin Peacock
4042 Post Road Unit 6
Warwick, RI 02886

Senior Vice President -
Staff Engineering

**PRINCIPAL OFFICERS
OF
ALLENDALE MUTUAL INSURANCE COMPANY
AFFILIATED F M INSURANCE COMPANY
APPALACHIAN INSURANCE COMPANY
NEW PROVIDENCE CORPORATION**

**Carol Ann Peterson
28 Bradford Road
Cranston, RI 02910**

**Senior Vice President -
Human Resources**

**John James Pomeroy
179 Pinecrest Drive
North Kingston, RI 02852**

**Vice President, General Counsel
and Secretary**

2/19/98

BOARD OF DIRECTORS
ALLENDALE MUTUAL INSURANCE COMPANY
ALLENDALE ASSOCIATES, INC.
AFFILIATED F M INSURANCE COMPANY
APPALACHIAN INSURANCE COMPANY
NEW PROVIDENCE CORPORATION

Mr. J. Joe Adorjan
Chairman and Chief Executive Officer
Borg-Warner Security Corporation
200 South Michigan Avenue
Chicago, IL 60604

Mr. Clive V. Allen
Senior Vice President
and General Counsel
Northern Telecom Limited
8200 Dixie Road
Suite 100
Brampton, Ontario
Canada L6T 5P6

Mr. John J. Carey
12166 Watroak Drive
Estero, FL 33928

Mr. John W. Donehower
Senior Vice President and
Chief Financial Officer
Kimberly-Clark Corporation
P.O. Box 619100
Dallas, TX 75261-9100

Mr. Walter J. Galvin
Senior Vice President-Finance
& Chief Financial Officer
Emerson Electric Company
8000 W. Florissant Avenue
Station 1738
St. Louis, MO 63136

Mr. George J. Harad
Chairman and Chief Executive Officer
Boise Cascade Corporation
1111 W. Jefferson Street
P.O. Box 50
Boise, ID 83728

Mr. Jan H. Hommen
Executive Vice President
Aluminum Company of America
425 Sixth Street, Alcoa Building
31st Floor
Pittsburgh, PA 15219

Mrs. Mary L. Howell
Executive Vice President
Government and International
Textron Inc.
1101 Pennsylvania Avenue
Suite 400
Washington, DC 20004

Mr. J. Michael Kelly
Senior Vice President - Finance
GTE Corporation
1 Stamford Forum
Stamford, CT 06904

Mr. Charles S. LaFollette
2620 Larkin Street
San Francisco, CA 94109

Mr. Andrew McNally IV
Principal
River Road Partners
333 North Michigan Avenue, Suite 501
Chicago, IL 60601

Mr. Ronald C. Morrison
Manager Worldwide Color Paper Flow
Vice President
Eastman Kodak Company
1669 Lake Avenue
Rochester, NY 14652-4770

Mr. Edward B. Priestner
Retired Chairman of the Board
Westinghouse Canada Inc.
616 Northshore Blvd., East
Burlington, Ontario L7T 1X2
CANADA

Mr. Robert C. Salisbury
Executive Vice President
Finance and Administration
and Chief Financial Officer
Pharmacia & Upjohn Management Company
Limited
The Pharmacia & Upjohn Centre
67 Alma Road
Windsor, Berkshire SL4 3HD
United Kingdom

BOARD OF DIRECTORS
ALLENDALE MUTUAL INSURANCE COMPANY
ALLENDALE ASSOCIATES, INC.
AFFILIATED F M INSURANCE COMPANY
APPALACHIAN INSURANCE COMPANY
NEW PROVIDENCE CORPORATION

Mr. Arthur L. Schwartz
President
Parsons & Whittemore Incorporated
4 International Drive
Rye Brook, NY 10573

Mr. Shivan S. Subramaniam
Chairman and President
Allendale Mutual Insurance Company
P.O. Box 7500
1301 Atwood Avenue
Johnston, RI 02919

Mr. Alfred J. Verrecchia
Executive Vice President and
President of Global Operations
Hasbro, Inc.
1027 Newport Avenue
P.O. Box 1059
Pawtucket, RI 02862-1059

2/19/98