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Jan 22 1997 8:00am
Secretary of State

PROFIT
CORPORATION
ANNUAL REPORT
1997



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

DOCUMENT # 822173 (1)

1. Corporation Name
TRANSAMERICA FINANCIAL SERVICES, INC.

Principal Place of Business
1150 SOUTH OLIVE STREET
LOS ANGELES CALIFORNIA 90015

Mailing Address
1150 SOUTH OLIVE STREET
LOS ANGELES CALIFORNIA 90015-2211



3. Date Incorporated or Qualified 12/16/1968	3a. Date of Last Report 05/01/1996
4. FEI Number 95-1428083	Applied For 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 has liability for intangible tax under s. 199.032, Florida Statutes <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

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
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9. Name and Address of Current Registered Agent
CT CORPORATION SYSTEM
1200 S. PINE ISLAND ROAD
PLANTATION FL 33324

10. Name and Address of New Registered Agent
81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83
84 City
85 Zip Code
FL

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	VDT HAWKINS, D.H. 600 MONTGOMERY ST SAN FRANCISCO CA 94111	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	VGCS MURPHY, J.J. 1150 S OLIVE ST LOS ANGELES CA 90015	1.2 NAME	<input type="checkbox"/> Change <input type="checkbox"/> Addition
STREET ADDRESS	S LORENTZ, J M 1150 S OLIVE ST LOS ANGELES CA 90015	1.3 STREET ADDRESS	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
CITY-ST-ZIP	PCEO WATSON, R A 600 MONTGOMERY ST SAN FRANCISCO CA 94111	1.4 CITY-ST-ZIP	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE	VDM MACKAY, W J 1150 S OLIVE ST LOS ANGELES CA 90015	2.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	D HERRINGER, F C 600 MONTGOMERY ST SAN FRANCISCO CA 94111	2.2 NAME	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
STREET ADDRESS		2.3 STREET ADDRESS	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
CITY-ST-ZIP		2.4 CITY-ST-ZIP	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE		3.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME		3.2 NAME	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
STREET ADDRESS		3.3 STREET ADDRESS	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
CITY-ST-ZIP		3.4 CITY-ST-ZIP	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE		4.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME		4.2 NAME	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
STREET ADDRESS		4.3 STREET ADDRESS	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
CITY-ST-ZIP		4.4 CITY-ST-ZIP	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE		5.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME		5.2 NAME	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
STREET ADDRESS		5.3 STREET ADDRESS	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
CITY-ST-ZIP		5.4 CITY-ST-ZIP	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE		6.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME		6.2 NAME	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
STREET ADDRESS		6.3 STREET ADDRESS	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
CITY-ST-ZIP		6.4 CITY-ST-ZIP	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition

14. I do 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. **see additional list of Officers and Directors**

SIGNATURE: *James L. Murphy* 1/13/97 (213) 742-4321
DATE: _____ DAYTIME PHONE: _____

CR2E034 (9/96)

TRANSAMERICA FINANCIAL SERVICES, Inc.
 [Incorporated in California on February 4, 1933;
 a Subsidiary of Transamerica Financial Services Holding Company]
 FID: 95-1428083

NAME AND TITLE	BUSINESS ADDRESS
OFFICE OF THE PRESIDENT TEMPORARILY VACANT	
Stephen H. Foltz, Director, Ex VP & Chief Financial Officer	1150 South Olive Street Los Angeles, CA. 90015
Jerry D. Glover, Director & Executive Vice President - Operations	5630 College Boulevard, Overland Park, KS 66211
David H. Hawkins, Director, Vice President & Treasurer	600 Montgomery Street San Francisco, CA 94111
Robert I. Reich, Director & Executive Vice President	1150 South Olive Street Los Angeles, CA 90015
Sedrick A. Tydus, Director & Executive Vice President - Retail Distributions	1150 South Olive Street Los Angeles, CA 90015
Robert A. Watson, Director	600 Montgomery Street San Francisco, CA 94111
Marcus A. von Kapff, Director & Ex. VP - Marketing & Business Development	1150 South Olive Street Los Angeles, CA. 90015
Ronald E. Davis, Sr. Vice President - National Sales	6767 N. Wickham Rd., #501 Melbourne, FL 32940
Thomas M. Detelich, Sr. Vice President - National Sales	1150 South Olive Street Los Angeles, CA 90015
William H. Dwinell, Senior Vice President - Planning	1150 South Olive Street Los Angeles, CA 90015
William D. Keiper, Senior Vice President - Human Resources	1150 South Olive Street Los Angeles, CA 90015
Richard J. Tilley, Senior Vice President & General Manager	8577 Haven Avenue Rancho Cucamonga, CA 91730
Bruce M. Braniff, Vice President - Home Equity Services	18000 Pacific Hwy So. #102 Seattle, WA 98188
Glenn D. Burbank - Vice President - Home Equity Services	8577 Haven Avenue #301 Rancho Cucamonga, CA 91730
Donna M. Delude, Vice President - Home Equity Services	8577 Haven Avenue #301 Rancho Cucamonga, CA 91730
John K. Harpst, Vice President - Home Equity Services	2851 Charlevoix DR., Ste 219 Grand Rapids, MI 49546
Barbara L. LaChance, Vice President - Home Equity Services	1901 S. Harbor City, Ste 801 Melbourne Beach, FL 32901
Arturo V. Morales, Vice President - Home Equity Services	1 South Church St. #306 Hazleton, PA. 18201
Paul N. Pope, Vice President - Home Equity Services	2219 Buchanan Rd. #8 Antioch, CA 94509
Richard G. Smith, Vice President - Home Equity Services	1701 E. Woodfield Rd #1110 Schaumburg, IL 60173
Mehertar M. Hasan, Vice President - Marketing	1150 South Olive Street Los Angeles, CA 90015
William J. McKay, Vice President - Credit/Save Center	1150 South Olive Street Los Angeles, CA 90015
James J. Murphy, Vice President, General Counsel & Secretary	1150 South Olive Street Los Angeles, CA 90015
Gary L. Sutula, Vice President - Information Services	1150 South Olive Street Los Angeles, CA 90015
Donald G. Wilson, Vice President - Risk Analysis	1150 South Olive Street Los Angeles, CA 90015
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