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Apr 07 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 # 827065 (4)  
1. Corporation Name  
VESTA FIRE INSURANCE CORPORATION

Principal Place of Business 3780 RIVER RUN DRIVE P.O. BOX 43360 BIRMINGHAM AL 35243	Mailing Address 3780 RIVER RUN DRIVE P.O. BOX 43360 BIRMINGHAM AL 35243
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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 11/19/1971	
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		4. FEI Number 63-0598629 Applied For Not Applicable	
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		5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
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		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	
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		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 INSURANCE COMMISSIONER OF FLORIDA CAPITOL BUILDING TALLAHASSEE FL 32301		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	
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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	PD HUFFMAN, ROBERT Y 3780 RIVER RUN DRIVE BIRMINGHAM AL	1.1 TITLE	D/C HUFFMAN, ROBERT Y. 3780 RIVER RUN DRIVE BIRMINGHAM, AL 35243
NAME		1.2 NAME	
STREET ADDRESS		1.3 STREET ADDRESS	
CITY-ST-ZIP		1.4 CITY-ST-ZIP	
TITLE	V PATRICK, BARRY A. 3780 RIVER RUN DRIVE BIRMINGHAM AL	2.1 TITLE	V/D PATRICK, BARRY A. 3780 RIVER RUN DRIVE BIRMINGHAM, AL 35243
NAME		2.2 NAME	
STREET ADDRESS		2.3 STREET ADDRESS	
CITY-ST-ZIP		2.4 CITY-ST-ZIP	
TITLE	V LEONARD, STEPHEN P. 3780 RIVER RUN DRIVE BIRMINGHAM AL	3.1 TITLE	P/D GAYLE, NORMAN W. III 3780 RIVER RUN DRIVE BIRMINGHAM, AL 35243
NAME		3.2 NAME	
STREET ADDRESS		3.3 STREET ADDRESS	
CITY-ST-ZIP		3.4 CITY-ST-ZIP	
TITLE	S MCLELLAN, MAUREEN H. 3780 RIVER RUN DRIVE BIRMINGHAM AL	4.1 TITLE	V/D ANGELL, CHARLES M. 3780 RIVER RUN DRIVE BIRMINGHAM, AL 35243
NAME		4.2 NAME	
STREET ADDRESS		4.3 STREET ADDRESS	
CITY-ST-ZIP		4.4 CITY-ST-ZIP	
TITLE		5.1 TITLE	V COONEY, ROBERT K. 3780 RIVER RUN DRIVE BIRMINGHAM, AL 35243
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	
CITY-ST-ZIP		5.4 CITY-ST-ZIP	
TITLE		6.1 TITLE	SEE ATTACHED LIST
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		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, and in an affidavit with an address.

SIGNATURE:  PETER J. HILDEBRAND 3-30-98 205-970-7000

CP2034 (10/97)

## VESTA FIRE INSURANCE CORPORATION

<b><u>Officers &amp; Directors</u></b>	<b><u>Title Code</u></b>	<b><u>Title Name</u></b>
Robert Y. Huffman	C/D	Chairman
Norman W. Gayle, III	P/D	President, Chief Executive Officer and Chief Operating Officer
Barry A. Patrick	V/D	Executive Vice President-Administration and Assistant Treasurer
Charles M. Angell	V/D	Senior Vice President-Insurance Operations
Robert K. Cooney	V	Senior Vice President-Reinsurance Assumed
Robin H. Etheridge	V	Senior Vice President-Reinsurance Assumed
Brian R. Meredith	V/T/D	Senior Vice President-Finance and Treasurer
Bobby L. Nolen	V	Senior Vice President-Field Operations
Donald W. Thornton	V/S/D	Senior Vice President-General Counsel and Secretary
David L. Feely	V	Vice President-Reinsurance Services
Peter J. Hildebrand	V	Vice President-Claims and Regulatory Compliance
William C. Nelson	V	Vice President-Operations
Stephen P. Russell	V	Vice President-Actuarial
Stephen P. Solimine	V	Vice President-Marketing
Jens Tarp	V	Vice President and General Manager-European Reinsurance Operations
Mary Beth Heibein	D	Controller, Principal Accounting Officer, Assistant Treasurer & Assistant Secretary

The business address for each of the above listed officers and directors, except Mr. Jens Tarp, is as follows:

3760 River Run Drive  
Birmingham, AL 35243

The business address for Mr. Jens Tarp is as follows:

37 Amaliegade  
1256 Copenhagen