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May 01 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 # 829797 (0)
1. Corporation Name
THE EXCESS AND SPECIAL RISK MARKET, INC.

Principal Place of Business
777 SAN MARIN DR
% CORP SECRETARY'S OFFICE
NOVATO CA 94998

Mailing Address
777 SAN MARIN DR
% CORP SECRETARY'S OFFICE
NOVATO CA 94998-0001



| | | | | | | | |
|--------------------------------|--|------------------------|--|--|--|---------------------------------------|--|
| 2. Principal Place of Business | | 2a. Mailing Address | | 3. Date Incorporated or Qualified 03/27/1973 | | 3a. Date of Last Report 05/01/1996 | |
| 21 | | 26 | | 4. FEI Number 94-2160031 | | Applied For Not Applicable | |
| 22 Suite, Apt. #, etc. | | 27 Suite, Apt. #, etc. | | 5. Certificate of Status Desired <input type="checkbox"/> | | \$8.75 Additional Fee Required | |
| 23 City & State | | 28 City & State | | 6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> | | \$5.00 May Be Added to Fees | |
| 24 Zip | | 25 Country | | 29 Zip | | 30 Country | |
| 24 | | 25 | | 29 | | 30 | |

9. Name and Address of Current Registered Agent

DUDLEY, MICHAEL E
5310 CYPRESS CENTER DRIVE
TAMPA FL 33609

10. Name and Address of New Registered Agent

| | |
|---|-------------|
| 81 Name | 85 Zip Code |
| 82 Street Address (P.O. Box Number is Not Acceptable) | |
| 83 | |
| 84 City | 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 | D <input type="checkbox"/> DELETE | 1.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | HANSMeyer, HERBERT F. | 1.2 NAME | |
| STREET ADDRESS | 777 SAN MARIN DR | 1.3 STREET ADDRESS | |
| CITY - ST - ZIP | NOVATO CA | 1.4 CITY - ST - ZIP | |
| TITLE | P <input checked="" type="checkbox"/> DELETE | 2.1 TITLE | P/CEO <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition |
| NAME | KOO, TIMOTHY T. M. | 2.2 NAME | David R. Pollard |
| STREET ADDRESS | 777 SAN MARIN DR | 2.3 STREET ADDRESS | 777 San Marin Drive |
| CITY - ST - ZIP | NOVATO CA | 2.4 CITY - ST - ZIP | Novato CA 94998 |
| TITLE | SVT <input type="checkbox"/> DELETE | 3.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | MARSH, HAROLD N. III | 3.2 NAME | |
| STREET ADDRESS | 777 SAN MARIN DR | 3.3 STREET ADDRESS | |
| CITY - ST - ZIP | NOVATO CA | 3.4 CITY - ST - ZIP | |
| TITLE | SV <input type="checkbox"/> DELETE | 4.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | SWANSON, THOMAS A. | 4.2 NAME | |
| STREET ADDRESS | 777 SAN MARIN DR | 4.3 STREET ADDRESS | |
| CITY - ST - ZIP | NOVATO CA | 4.4 CITY - ST - ZIP | |
| TITLE | SV <input type="checkbox"/> DELETE | 5.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | WARREN, RICHARD G. | 5.2 NAME | |
| STREET ADDRESS | 777 SAN MARIN DR | 5.3 STREET ADDRESS | |
| CITY - ST - ZIP | NOVATO CA | 5.4 CITY - ST - ZIP | |
| TITLE | DCFO <input type="checkbox"/> DELETE | 6.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | POST, JEFFREY H | 6.2 NAME | |
| STREET ADDRESS | 777 SAN MARIN DR | 6.3 STREET ADDRESS | |
| CITY - ST - ZIP | NOVATO CA 94998 | 6.4 CITY - ST - ZIP | |

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 if changed, or on an attachment with an address.

SIGNATURE: SIGNATURE REQUIRED 4/24/97 (415) 899-2000
Signature and Type or Printed Name of Signing Officer or Director
Jeannette V. Wong Asst. Secretary
Date Daytime Phone #

CR2E034 (9/96)

THE EXCESS AND SPECIAL RISK MARKET, INC.

PURPOSE: To act as a managing general agent for insurers; acting as an insurance broker; acting as a special lines surplus line broker and surplus line broker; and performing all services of an insurance production agency.

DIRECTORS

Herbert F. Hansmeyer
David R. Pollard

Jeffrey H. Post
Joe L. Stinnette, Jr.

ELECTED OFFICERS

Joe L. Stinnette, Jr.
David R. Pollard

Jeffrey H. Post

Harold N. Marsh, III

Thomas A. Swanson

Richard G. Warren

James C. Widgren

Chairman of the Board
President and
Chief Executive Officer
Executive Vice President and
Chief Financial Officer
Senior Vice President and
Treasurer
Senior Vice President, General
Counsel and Corporate Secretary
Senior Vice President and
Controller
Vice President and
Chief Operating Officer

APPOINTED OFFICERS

Jeannette Y. Wong

Assistant Secretary

Home office address: All of the above are located at 777 San Marin Drive, Novato, CA 94998 unless noted.