2004 FOR PROFIT CORPORATION ANNUAL REPORT

FILED
Apr 28, 2004 8:00 am
Secretary of State
04-28-2004 90177 021 ***150.00

DOCUMENT # 829977

1. Entity Name
ING USA ANNUITY AND LIFE INSURANCE COMPANY

Principal Place of Business	Mailing Address
1475 DUNWOODY DR WEST CHESTER, PA 19380 US	20 WASHINGTON AVE. S. ROUTE 1261 MINNEAPOLIS, MN 55401 US

2. Principal Place of Business	3. Mailing Address
Suite, Apt. #, etc.	Suite, Apt. #, etc.
City & State	City & State
Zip / Country	Zip / Country

01122004 Chg-P CR2E034 (10/03)

4. FEI Number 41-0991508 ☐ Applied For ☐ Not Applicable

5. Certificate of Status Desired ☐ **$8.75** Additional Fee Required

6. Name and Address of Current Registered Agent	7. Name and Address of New Registered Agent
CT CORPORATION SYSTEM 1200 SOUTH PINE ISLAND ROAD PLANTATION, FL 33324	Name Street Address (P.O. Box Number is Not Acceptable) City **FL** Zip Code

8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent.

SIGNATURE _____ DATE _____
Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating)

FILE NOW!!! FEE IS $150.00
After May 1, 2004 Fee will be $550.00

9. Election Campaign Financing Trust Fund Contribution. ☐ **$5.00** May Be Added to Fees

10. OFFICERS AND DIRECTORS			11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11	
TITLE / NAME / STREET ADDRESS / CITY-ST-ZIP	PD GUBBAY, KEITH 5780 POWERS FERRY RD ATLANTA, GA 30327	☐ Delete	TITLE / NAME / STREET ADDRESS / CITY-ST-ZIP	☐ Change ☐ Addition
TITLE / NAME / STREET ADDRESS / CITY-ST-ZIP	D LOWERY, RANDALL P 5780 POWERS FERRY RD ATLANTA, GA 30327	XX Delete	TITLE / NAME / STREET ADDRESS / CITY-ST-ZIP	VP and Treasurer Pendergrass, David S. 5780 Powers Ferry Road NW Atlanta, GA 30327 ☐ Change XX Addition
TITLE / NAME / STREET ADDRESS / CITY-ST-ZIP	D MCINERNEY, THOMAS J 5780 POWERS FERRY RD ATLANTA, GA 30327	☐ Delete	TITLE / NAME / STREET ADDRESS / CITY-ST-ZIP	☐ Change ☐ Addition
TITLE / NAME / STREET ADDRESS / CITY-ST-ZIP	AS SCHOFF, REBECCA A 20 WASHINGTON AVE. S. MINNEAPOLIS, MN 55401	XX Delete	TITLE / NAME / STREET ADDRESS / CITY-ST-ZIP	Assistant Secretary Steffer, Edwina P.J. 20 Washington Avenue South Minneapolis, MN 55401 ☐ Change XX Addition
TITLE / NAME / STREET ADDRESS / CITY-ST-ZIP	D TULLIS, MARK A 5780 POWERS FERRY RD ATLANTA, GA 30327	XX Delete	TITLE / NAME / STREET ADDRESS / CITY-ST-ZIP	CFO and Director Wheat, David A. 5780 Powers Ferry Road NW Atlanta, GA 30327 ☐ Change XX Addition
TITLE / NAME / STREET ADDRESS / CITY-ST-ZIP	S CLUDRAY-ENGELKE, PAULA 20 WASHINGTON AVE S MINNEAPOLIS, MN 55401	☐ Delete	TITLE / NAME / STREET ADDRESS / CITY-ST-ZIP	☐ Change ☐ Addition

12. 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 report or supplemental 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 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE: _____ Paula Cludray-Engelke 4/22/04 (612) 342-3968
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR — Date — Daytime Phone #