

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

FILED
Mar 30 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 # 839028 (8)
 1. Corporation Name
NORTHERN LIFE INSURANCE COMPANY



Principal Place of Business 1110 THIRD AVE P O BOX 12530 SEATTLE WA 98111	Mailing Address 1110 THIRD AVE P O BOX 12530 SEATTLE WA 98111
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 08/25/1977	
21	26	4. FEI Number 41-1295933		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	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 STATE INSURANCE COMMISSIONER CAPITOL BUILDING TALLAHASSEE FL 32304				10. Name and Address of New Registered Agent			
81 Name				85 Zip Code			
82 Street Address (P.O. Box Number is Not Acceptable)				84 City			
83				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. <i>See Attached List</i> OFFICERS AND DIRECTORS				13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12			
TITLE	VI	<input type="checkbox"/> DELETE	1.1 TITLE	V	<input checked="" type="checkbox"/> Change	<input type="checkbox"/> Addition	
NAME	KAUFMAN, DOUGLAS R		1.2 NAME				
STREET ADDRESS	3984 282ND AVE. SE		1.3 STREET ADDRESS				
CITY-ST-ZIP	ISSAQUAH WA		1.4 CITY-ST-ZIP				
TITLE	V	<input type="checkbox"/> DELETE	2.1 TITLE	D	<input checked="" type="checkbox"/> Change	<input type="checkbox"/> Addition	
NAME	MILLER, JAMES R		2.2 NAME				
STREET ADDRESS	2043 NE 64TH PL		2.3 STREET ADDRESS				
CITY-ST-ZIP	REDMOND WA		2.4 CITY-ST-ZIP				
TITLE	S	<input type="checkbox"/> DELETE	3.1 TITLE		<input type="checkbox"/> Change	<input type="checkbox"/> Addition	
NAME	BERGEN, SUSAN M		3.2 NAME				
STREET ADDRESS	436 PORTLAND AVE #13		3.3 STREET ADDRESS				
CITY-ST-ZIP	ST PAUL MN		3.4 CITY-ST-ZIP				
TITLE	PD	<input type="checkbox"/> DELETE	4.1 TITLE		<input type="checkbox"/> Change	<input type="checkbox"/> Addition	
NAME	DUBES, MICHAEL J.		4.2 NAME				
STREET ADDRESS	3529 284TH AVE., SE		4.3 STREET ADDRESS				
CITY-ST-ZIP	ISSAQUAH WA		4.4 CITY-ST-ZIP				
TITLE	V	<input type="checkbox"/> DELETE	5.1 TITLE		<input type="checkbox"/> Change	<input type="checkbox"/> Addition	
NAME	BEEGHLY, PAUL R		5.2 NAME				
STREET ADDRESS	10552 14TH NW		5.3 STREET ADDRESS				
CITY-ST-ZIP	SEATTLE WA		5.4 CITY-ST-ZIP				
TITLE	V	<input type="checkbox"/> DELETE	6.1 TITLE		<input type="checkbox"/> Change	<input type="checkbox"/> Addition	
NAME	WONG, GREGORY WILLIA		6.2 NAME				
STREET ADDRESS	2123 CONDON WAY WEST		6.3 STREET ADDRESS				
CITY-ST-ZIP	SEATTLE WA		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 *Dwight A. Revitt, Local Agent* *3124 1st St SE, Issaquah, WA 98027*

CFR2034 (10/97)

NORTHERN LIFE INSURANCE COMPANY
1110 Third Avenue
Seattle, Washington 98101

Directors

John G. Turner, Chairman
John H. Flittie
R. Michael Conley
Richard R. Crowl
Michael J. Dubes
Wayne R. Huneke
Ronald D. Jarvis
Mark S. Jordahl
Kenneth U. Kuk
James R. Miller
Robert C. Salipante

Officers

John G. Turner, Chairman
John H. Flittie, Vice Chairman
Michael J. Dubes, President and CEO
Richard R. Crowl, Senior Vice President and
General Counsel and Assistant Secretary
- Paul R. Beeghly, Vice President
Elisabeth R. Bennett, Vice President and Medical
Director
Richard Contreras, Vice President, Marketing
Brad J. Corbin, Vice President, Sales
John A. Johnson, Vice President
Novian Junus, Vice President
- Douglas R. Kaufman, Vice President and Chief
Investment Officer
Jerome A. Mills, Vice President, Strategic
Alliances
Jeryl A. Millner, Vice President, Chief Financial
Officer and Treasurer
Gregory H. Noord, Second Vice President
- Gregory W. Wong, Second Vice President and
Valuation Actuary
Richard Green, Assistant Vice President
Joan N. Paul, Assistant Vice President
Esther M. Reese, Assistant Vice President
Brent M. Sampson, Assistant Vice President
Helene Schultz, Assistant Vice President
Susan M. Bergen, Secretary
Gregory M. Anderson, Assistant Treasurer
Raymond H. Dietman, Assistant Treasurer
Signe Franzen, Assistant Treasurer
Ann Hanna, Assistant Treasurer
Wayne R. Huneke, Assistant Treasurer
Gary L. Jacobson, Assistant Treasurer
Mark S. Jordahl, Assistant Treasurer
Kenneth U. Kuk, Assistant Treasurer
Aaron M. Mowbray, Assistant Treasurer
Theodore F. Murphy, Assistant Treasurer
Steven G. Norcutt, Assistant Treasurer
Frank P. Pintens, Assistant Treasurer
Jack San Felippo, Assistant Treasurer
Winifred S. Smith, Assistant Treasurer
James V. Wittich, Assistant Treasurer
Richard M. Brown, Assistant Secretary
Debbie S. Fiala, Assistant Secretary
James E. Nelson, Assistant Secretary
Jeffrey A. Proulx, Assistant Secretary
→ Lorelee A. Renelt, Assistant Secretary
Robert B. Saginaw, Assistant Secretary
Marilyn T. Urstad, Assistant Secretary

Revised as of February 17, 1998