

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

3. Date Incorporated or Qualified 08/25/1977	
4. FEI Number 41-1295933	Applied For <input type="checkbox"/> 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 owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No	

2. Principal Place of Business	2a. Mailing Address
21 Suite, Apt. #, etc.	26 Suite, Apt. #, etc.
22 City & State	27 City & State
23 Zip	28 Country
24	25
29	30

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
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

Signature, typed or printed name of registered agent and title if applicable.

(NOTE: Registered Agent signature required when reinstating)

DATE

12. *See Attached List* OFFICERS AND DIRECTORS

TITLE	V	<input type="checkbox"/> DELETE
NAME	KAUFMAN, DOUGLAS R	
STREET ADDRESS	3984 282ND AVE. SE	
CITY-ST-ZIP	ISSAQUAH WA	
TITLE	V	<input type="checkbox"/> DELETE
NAME	MILLER, JAMES R	
STREET ADDRESS	2043 NE 64TH PL	
CITY-ST-ZIP	REDMOND WA	
TITLE	S	<input type="checkbox"/> DELETE
NAME	BERGEN, SUSAN M	
STREET ADDRESS	436 PORTLAND AVE #13	
CITY-ST-ZIP	ST PAUL MN	
TITLE	PD	<input type="checkbox"/> DELETE
NAME	DUBES, MICHAEL J.	
STREET ADDRESS	3529 284TH AVE., SE	
CITY-ST-ZIP	ISSAQUAH WA	
TITLE	V	<input type="checkbox"/> DELETE
NAME	BEECHLY, PAUL R	
STREET ADDRESS	10552 14TH NW	
CITY-ST-ZIP	SEATTLE WA	
TITLE	V	<input type="checkbox"/> DELETE
NAME	WONG, GREGORY WILLIA	
STREET ADDRESS	2123 CONDON WAY WEST	
CITY-ST-ZIP	SEATTLE WA	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	V	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME		
1.3 STREET ADDRESS		
1.4 CITY-ST-ZIP		
2.1 TITLE	D	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME		
2.3 STREET ADDRESS		
2.4 CITY-ST-ZIP		
3.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME		
3.3 STREET ADDRESS		
3.4 CITY-ST-ZIP		
4.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME		
4.3 STREET ADDRESS		
4.4 CITY-ST-ZIP		
5.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME		
5.3 STREET ADDRESS		
5.4 CITY-ST-ZIP		
6.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME		
6.3 STREET ADDRESS		
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, on an attachment with an address.

SIGNATURE *Douglas R. Kaufman* 3/30/98 1012-342-3514

CF2E034 (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