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May 06 1997 8:00am
Secretary of State

NONPROFIT
CORPORATION
ANNUAL REPORT
1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # **844998** (5)
1. Corporation Name
WAUSAU UNDERWRITERS INSURANCE COMPANY



Principal Place of Business
**2000 WESTWOOD DRIVE
POST OFFICE BOX 8017
WAUSAU WI 54402-5017**

Mailing Address
**2000 WESTWOOD DRIVE
POST OFFICE BOX 8017
WAUSAU WI 54402-8017**

3. Date Incorporated or Qualified **01/16/1980** 3a. Date of Last Report **04/29/1996**

2. Principal Place of Business		2a. Mailing Address		4. FEI Number 39-1341459		Applied For	
21 Suite, Apt. #, etc.		26 Suite, Apt. #, etc.				Not Applicable	
22 City & State		27 City & State		5. Certificate of Status Desired <input type="checkbox"/>		\$8.75 Additional Fee Required	
23 Zip Country		28 Zip Country		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>		\$5.00 May Be Added to Fees	
24 Zip Country		29 Zip Country		30		8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent

**INSURANCE COMMISSIONER
STATE CAPITOL
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 **FL** 85 Zip Code

11. Pursuant to the provisions of Sections 617.0502 and 617.1508, 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 617.0503, 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	PDCE <input type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MCPHERSON, D.R.	1.2 NAME	
STREET ADDRESS	ONE NATIONWIDE PLAZA	1.3 STREET ADDRESS	
CITY-ST-ZIP	COLUMBUS OH	1.4 CITY-ST-ZIP	
TITLE	PDCO <input type="checkbox"/> DELETE	2.1 TITLE	VICE CHAIRMAN <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BARNES, G.R.	2.2 NAME	
STREET ADDRESS	2000 WESTWOOD DR.	2.3 STREET ADDRESS	
CITY-ST-ZIP	WAUSAU WI	2.4 CITY-ST-ZIP	
TITLE	EVS <input type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MCCUTCHEN, G.E.	3.2 NAME	
STREET ADDRESS	ONE NATIONWIDE PLAZA	3.3 STREET ADDRESS	
CITY-ST-ZIP	COLUMBUS OH	3.4 CITY-ST-ZIP	
TITLE	V <input type="checkbox"/> DELETE	4.1 TITLE	P/ D <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	DAVIS, D.E.	4.2 NAME	
STREET ADDRESS	2000 WESTWOOD DR.	4.3 STREET ADDRESS	
CITY-ST-ZIP	WAUSAU WI	4.4 CITY-ST-ZIP	
TITLE	T <input type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	TORRENS, J.S.	5.2 NAME	
STREET ADDRESS	2000 WESTWOOD DRIVE	5.3 STREET ADDRESS	
CITY-ST-ZIP	WAUSAU WI	5.4 CITY-ST-ZIP	
TITLE	VD <input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	HAGGERTY, D.M.	6.2 NAME	
STREET ADDRESS	2000 WESTWOOD DR.	6.3 STREET ADDRESS	
CITY-ST-ZIP	WAUSAU WI	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 617, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: **JOHN S. TORRENS** 4/16/97 (715) 845-5211

CR2E037 (9/96)

**WAUSAU UNDERWRITERS INSURANCE COMPANY
LIST OF OFFICERS & DIRECTORS**

TITLE	NAME	ADDRESS
CHAIRMAN	D.O. MILLER	625 COUNTRY CLUB DR, APT B6, NEWARK OH 43055
PRESIDENT & CEO-NATIONWIDE	D.R. MCFERSON	ONE NATIONWIDE PLAZA, COLUMBUS, OH 43216
PRESIDENT & COO	D.E. DAVIS	2000 WESTWOOD DRIVE, WAUSAU, WI 54401
VICE CHAIRMAN	G.R. BARNES	ONE NATIONWIDE PLAZA, COLUMBUS, OH 43216
EXEC. VP	S.R. ISAACSON	2000 WESTWOOD DRIVE, WAUSAU, WI 54401
EXEC. VP & SECRETARY	G.E. MCCUTCHAN	ONE NATIONWIDE PLAZA, COLUMBUS, OH 43216
EXEC VP/ CFO	R.A. OAKLEY	ONE NATIONWIDE PLAZA, COLUMBUS, OH 43216
EXEC VICE PRESIDENT	D.C. ROBINETTE	2000 WESTWOOD DRIVE, WAUSAU, WI 54401
EXEC VICE PRES	R.M. WAGGONER	2000 WESTWOOD DRIVE, WAUSAU, WI 54401
SR VP/GEN COUNSEL/ASST SEC	W.S. DRUEN	ONE NATIONWIDE PLAZA, COLUMBUS, OH 43216
EXEC VP -CIO	R.J. WOODWARD JR	ONE NATIONWIDE PLAZA, COLUMBUS, OH 43216
VP & ASST SECRETARY	D.W. CLICK	ONE NATIONWIDE PLAZA, COLUMBUS, OH 43216
VICE PRESIDENT	J.M. ANLIKER	2000 WESTWOOD DR, WAUSAU WI 54401
VICE PRESIDENT	D.W. DOEDE	2000 WESTWOOD DR, WAUSAU WI 54401
VICE PRESIDENT	M.A. FLACK	ONE NATIONWIDE PLAZA, COLUMBUS, OH 43216
VICE PRESIDENT	D.M. HAGGERTY	2000 WESTWOOD DRIVE, WAUSAU, WI 54401
VP,ASSOC GEN COUN & ASST SEC	J.S. HOFFERT	2000 WESTWOOD DRIVE, WAUSAU, WI 54401
VICE PRES & CONTROLLER	T.K.MANION	2000 WESTWOOD DRIVE, WAUSAU, WI 54401
VICE PRESIDENT	E.P. MCCAUSLAND, JR	ONE NATIONWIDE PLAZA, COLUMBUS, OH 43216
VICE PRESIDENT	D.C. MEALY	2000 WESTWOOD DRIVE, WAUSAU, WI 54401
VICE PRESIDENT	D.L. MOY	2000 WESTWOOD DRIVE, WAUSAU, WI 54401
TREASURER	J.S. TORRENS	2000 WESTWOOD DRIVE, WAUSAU, WI 54401
ASST. SECRETARY	W.C. OLAFSSON	2000 WESTWOOD DRIVE, WAUSAU, WI 54401
ASST. TREASURER	V.E. AMUNDSON	2000 WESTWOOD DRIVE, WAUSAU, WI 54401
ASST. TREASURER	D.M. CAMPBELL	ONE NATIONWIDE PLAZA, COLUMBUS, OH 43216
DIRECTOR	L.J. ALPHIN	ROUTE 1, BOX 220, MOUNT OLIVE NC 28365
DIRECTOR	G.R. BARNES	ONE NATIONWIDE PLAZA, COLUMBUS, OH 43216
DIRECTOR	D.E. DAVIS	2000 WESTWOOD DRIVE, WAUSAU, WI 54401
DIRECTOR	K.W. ECKEL	1647 FALLS RD, CLARKS SUMMIT PA, 18411
DIRECTOR	W.J. ENGEL	1100 EAST MAIN ST, MARSHALL MN 56258
DIRECTOR	F.C. FINNEY	1658 W MORELAND RD, WOOSTER, OH 44691
DIRECTOR	C.L. FUELLGRAG JR	600 S WASHINGTON ST, BUTLER PA 16001
DIRECTOR	H.S. HOLLOWAY	1247 STAFFORD RD, DARLINGTON MD 21034
DIRECTOR	D.R. MCFERSON	ONE NATIONWIDE PLAZA, COLUMBUS, OH 43216
DIRECTOR	D.O. MILLER	625 COUNTRY CLUB DR, APT B6, NEWARK OH 43055
DIRECTOR	C.R. NOECKER	2770 STATE ROUTE 674 S, ASHVILLE OH 43103
DIRECTOR	S.W. ORR Jr	PO BOX 65, WAUSAU, WI 54402-8065
DIRECTOR	J.F. PATTERSON	8765 MULBERRY RD, CHESTERLAND OH 44026
DIRECTOR	A.L. SHISLER	2724 W LEBANON RD, DALTON OH 44618
DIRECTOR	R.L. STEWART	88740 FAIRVIEW RD, JEWETT OH 43986
DIRECTOR	N.C. THOMAS	10835 GEORGETOWN RD, LOUISVILLE OH 44641
DIRECTOR	H.W. WEIHL	14282 KING RD, BOWLING GREEN OH 43402