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FILED
Jan 27 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 # **F95000003914 (7)**

1. Corporation Name
WELLS FARGO INSURANCE SERVICES, INC.

Principal Place of Business 1000 MARINA BLVD., 1ST FLOOR BRISBANE CA 94005	Mailing Address PO BOX 519 BRISBANE CA 94005
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DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified
08/14/1995

2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip 24 Country	2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29 Country	4. FEI Number 94-2636821 Applied For Not Applicable	5. Certificate of Status Desired <input checked="" 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 checked="" type="checkbox"/> No
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9. Name and Address of Current Registered Agent C T CORPORATION SYSTEM 1200 SOUTH PINE ISLAND ROAD PLANTATION FL 33324	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
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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 <input type="checkbox"/> DELETE NAME STREET ADDRESS CITY - ST - ZIP CD DIAL, TERRI A 420 MONTGOMERY ST. SAN FRANCISCO CA 94163	1.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY - ST - ZIP See attached
TITLE <input type="checkbox"/> DELETE NAME STREET ADDRESS CITY - ST - ZIP P BERNSTEIN, MARC 120 KEARNY ST, 17TH FLOOR SAN FRANCISCO CA 94108	2.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY - ST - ZIP
TITLE <input type="checkbox"/> DELETE NAME STREET ADDRESS CITY - ST - ZIP CEO MACIEIRA-KAUFMANN, REBECCA 1000 MARINA BLVD., 3RD FLOOR BRISBANE CA 94005	3.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY - ST - ZIP
TITLE <input type="checkbox"/> DELETE NAME STREET ADDRESS CITY - ST - ZIP SD ROUNSAVILLE, GUY JR 420 MONTGOMERY ST. SAN FRANCISCO CA 94163	4.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY - ST - ZIP
TITLE <input type="checkbox"/> DELETE NAME STREET ADDRESS CITY - ST - ZIP AV MASTERSON, COLLEEN M 1000 MARINA BLVD, 3RD FLOOR BRISBANE CA 94005	5.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY - ST - ZIP
TITLE <input type="checkbox"/> DELETE NAME STREET ADDRESS CITY - ST - ZIP AV GRAHAM, CALE 1000 MARINA BLVD., 3RD FLOOR BRISBANE CA 94005	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, or on an attachment with an address.

SIGNATURE: *Cale Graham* 1-13 98 415 222.5176

CR2E034 (10/97)

**WELLS FARGO INSURANCE SERVICES
LISTING OF OFFICERS AND DIRECTORS**

Officers:

Chair of the Board : Terri A Dial
420 Montgomery St
San Francisco, CA 94163

President: Marc Bernstein
120 Kearny St, 17th Floor
San Francisco, CA 94108

Chief Executive Officer : Rebecca Macieira-Kaufmann
1000 Marina Blvd, 3rd Floor
Brisbane, CA 94005

Secretary: Guy Rounsaville, Jr.
420 Montgomery St
San Francisco, CA 94163

Assistant Vice President: Colleen M. Masterson
1000 Marina Blvd, 3rd Floor
Brisbane, CA 94005

Assistant Vice President: Cale Graham
1000 Marina Blvd, 3rd Floor
Brisbane, Ca 94005

Assistant Treasurer: Renee Breber
343 Sansome St
San Francisco, CA 94163

Assistant Treasurer: Matthew Hohenberger
343 Sansome St
San Francisco, CA 94163

Assistant Secretary: Robert S. Singley
111 Sutter St, 16th Floor
San Francisco, CA

Assistant Secretary: Pui-Mei Wong
111 Sutter St, 16th Floor
San Francisco, CA

Directors:

Terri A. Dial
420 Montgomery St
San Francisco, CA 94163

Rodney L. Jacobs
420 Montgomery St
San Francisco, CA 94163

M. Lucile Reid
120 Kearny St, 23rd Floor
San Francisco, CA 94108

Guy Rounsaville, Jr.
420 Montgomery St
San Francisco, CA 94163