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

FILED Apr 13 1998 8:00am PROFIT FLORIDA DEPARTMENT OF STATE **CORPORATION** Sandra B. Mortham Secretary of State ANNUAL REPORT Secretary of State DIVISION OF CORPORATIONS 1998 DOCUMENT # F9600004795 (8) KEYCORP INSURANCE AGENCY USA INC. Principal Place of Business Mailing Address 5001 OLYMPIC DRIVE N.W. SOOT OLYMPIC DRIVE N.W. GIG HARBOR WA 98335 GIG HARBOR WA 98335 DO NOT WRITE IN THIS SPACE 3. Date Incorporated or Qualified 09/18/1996 2. Principal Place of Business 2a. Mailing Address FEI Number Applied For 21 26 91-1726982 Not Applicable Suite, Apt. #, etc. Suite Apl. #. etc. \$8.75 Additional 5. Certificate of Status Desired Fee Required 22 City & State City & State \$5.00 May Be 6. Election Campaign Financing 23 28 Trust Fund Contribution Added to Fees Zip Country Country Zip This corporation owes or has paid the current year Intangible X No 30 Personal Property Tax due June 30. Yes 24 25 9. Name and Address of Current Registered Agent 10. Name and Address of New Registered Agent 81 Name C T CORPORATION SYSTEM 1200 SOUTH PINE ISLAND ROAD 82 Street Address (P.O. Box Number is Not Acceptable) **PLANTATION FL 33324** 83 Zip Code 85 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 registeric alagent and title it applicable (NOTE: Registored Agent signature required when reinstaling) OFFICERS AND DIRECTORS 12. 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 DELETE TIME 1.1 TITLE Change Director BLAKE, WILLIAM J NAME 1.2 NAME Kopnisky, Jack L. 3R2E034 127 PUBLIC SQUARE STREET ADDRESS 1.3 STREET ADDRESS 127 Public Square **CLEVELAND OH 44114-1306** CITY-ST-ZIP 1.4 CITY-ST-ZIP Cleveland, OH 44114 DELETE X Addition TITLE 2.1 TITLE Change Vice President DUNKER, ROGER E NAME 2.2 NAME Ciarelli, Robert 127 PUBLIC SQUARE STREET ADDRESS 23 STREET ADDRESS 5001 Olympic Drive, N.W. CLEVELAND OH 44114-1306 CITY-ST-7IP 2.4 CITY-ST-ZIP Gig Harbor, WA 98335 X DELETE TITLE 3.1 TITL€ Change X Addition Treasurer NAME FORYSTEK, ROGER F 3.2 NAME Carpenter, Kevin S. 127 PUBLIC SQUARE STREET ADDRESS 3.3 STREET ADDRESS 127 Public Square CLEVELAND OH 44114-1306 CITY-S1-ZIP 3.4. CITY-ST-ZIP Cleveland, OH 44114 DELETE TITLE Change X Addition 4.1 TITLE Vice President HELLYAR, MICHAEL D NAME 4. 2 NAME Horton, Jane 127 PUBLIC SQUARE STREET ADDRESS 4.3 STREET ADDRESS 745 Atlantic Ave. CLEVELAND OH 44114-1306 CITY-ST-ZIP 4.4 CITY-ST-ZIP Boston, MA 02111 DELETE X Addition TITLE 5.1 TITLE Change Vice President HEIDE, JAMES P NAME 5.2 NAME Leo, Armando 127 PUBLIC SQUARE STREET ADDRESS 5.3 STREET ADDRESS 745 Atlantic Ave.

14. Thereby cortify 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. (216)

5.4 CITY-ST-ZIP

6.3 STREET ADDRESS

6.1 TITLE

6.2 NAME

DELETE

SIGNATURE:

CITY-ST-ZIP

STREET ADDRESS

TITLE

NAME

Uhllean & Blok

CLEVELAND OH 44114-1306

LAGASSE, ROBERT E

127 PUBLIC SQUARE

William J. Blake, Secretary

Boston, MA 02111

Assistant Secretary

Bulloch, Steven N.

127 Public Square

689-4129

Change