

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

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Feb 19 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Northam Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # **G18740** (2)

1. Corporation Name
PIONEER NATIONAL TITLE COMPANY

Principal Place of Business 171 N CLARK ST ML 06CT CHICAGO IL 60601-3294	Mailing Address 171 N CLARK ST ML 06CT CHICAGO IL 60601-3203
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2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 01/13/1983	3a. Date of Last Report 02/06/1996
21. Suite, Apt. #, etc.	22. City & State	26. Suite, Apt. #, etc.	27. City & State	4. FEI Number 98-3814116	Applied For Not Applicable
23. Zip	24. Country	28. Zip	29. Country	5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
25. Zip		26. Country		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
27. Zip		28. Country		8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

9. Name and Address of Current Registered Agent THE PRENTICE-HALL CORPORATION SYSTEM INC. 1201 HAYS STREET SUITE 105 TALLAHASSEE FL 32301		10. Name and Address of New Registered Agent	
81. Name		82. Street Address (P.O. Box Number is Not Acceptable)	
83. City		84. Zip Code	

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	AS <input checked="" type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MCCARTHY, JOHN M	1.2 NAME	
STREET ADDRESS	171 N CLARK ST	1.3 STREET ADDRESS	
CITY-ST-ZIP	CHICAGO IL	1.4 CITY-ST-ZIP	
TITLE	P <input type="checkbox"/> DELETE	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	TOTUS, GUST J	2.2 NAME	
STREET ADDRESS	171 N CLARK ST	2.3 STREET ADDRESS	
CITY-ST-ZIP	CHICAGO IL	2.4 CITY-ST-ZIP	
TITLE	VP <input type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	ADAMS, THOMAS J	3.2 NAME	
STREET ADDRESS	171 N CLARK ST	3.3 STREET ADDRESS	
CITY-ST-ZIP	CHICAGO IL	3.4 CITY-ST-ZIP	
TITLE	VP <input type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	GREENE, WILLIAM L	4.2 NAME	
STREET ADDRESS	171 N CLARK ST	4.3 STREET ADDRESS	
CITY-ST-ZIP	CHICAGO IL	4.4 CITY-ST-ZIP	
TITLE	T <input type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	SISK, A. LARRY	5.2 NAME	
STREET ADDRESS	171 N CLARK ST	5.3 STREET ADDRESS	
CITY-ST-ZIP	CHICAGO IL	5.4 CITY-ST-ZIP	
TITLE	S <input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	FERRARO, KENNETH C	6.2 NAME	
STREET ADDRESS	171 N CLARK ST	6.3 STREET ADDRESS	
CITY-ST-ZIP	CHICAGO IL	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 607, Florida Statutes; and that my name appears in Block 12 or Block 13, if changed, or on an attachment with an address.

SIGNATURE:

Gregory P. Hamler

Gregory P. Hamler

1/28/97

(312) 223-2440

SIGNATURE AND TYPE OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Date Daytime Phone *

CR2E034 (9/96)

Pioneer National Title Company

c/o Chicago Title and Trust Company
171 N. Clark Street, ML 06CT
Chicago, IL 60601-3294

Officers

President	Gust J. Totlis	171 N. Clark Street, Chicago, IL 60601
Vice President	Thomas J. Adams	171 N. Clark Street, Chicago, IL 60601
Vice President	William L. Greene	171 N. Clark Street, Chicago, IL 60601
Treasurer	A. Larry Sisk	171 N. Clark Street, Chicago, IL 60601
Secretary	Kenneth C. Ferraro	171 N. Clark Street, Chicago, IL 60601
Asst. Secretary	Eileen W. Van Roeyen	171 N. Clark Street, Chicago, IL 60601
Asst. Secretary	Gregory P. Hamler	171 N. Clark Street, Chicago, IL 60601

Directors

Gust J. Totlis	171 N. Clark Street, Chicago, IL 60601
Thomas J. Adams	171 N. Clark Street, Chicago, IL 60601
A. Larry Sisk	171 N. Clark Street, Chicago, IL 60601
Kenneth C. Ferraro	171 N. Clark Street, Chicago, IL 60601