

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

FILED
Jan 23 1997 8:00am
Secretary of State

PROFIT CORPORATION
 ANNUAL REPORT
1997



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

DOCUMENT # P12590 (6)
 1. Corporation Name
TRANSAMERICA CORPORATION



Principal Place of Business
**600 MONTGOMERY STREET
 SAN FRANCISCO CA 94111**

Mailing Address
**600 MONTGOMERY STREET
 SAN FRANCISCO CA 94111-2702**

3. Date Incorporated or Qualified
12/18/1986

3a. Date of Last Report
04/24/1996

4. FEI Number
94-0932740

5. Certificate of Status Desired **\$8.75 Additional Fee Required**

6. Election Campaign Financing Trust Fund Contribution **\$5.00 May Be Added to Fees**

8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes Yes No

2. Principal Place of Business
 21 Suite, Apt #, etc.
 22 City & State
 23 Zip Country
 24

2a. Mailing Address
 26 Suite, Apt #, etc.
 27 City & State
 28 Zip Country
 29

9. Name and Address of Current Registered Agent
**CT CORPORATION SYSTEM
 1200 S. 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

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

TITLE	V	<input type="checkbox"/> DELETE
NAME	DOX, JAMES B	
STREET ADDRESS	600 MONTGOMERY ST	
CITY - ST - ZIP	SAN FRANCISCO CA	
TITLE	PD	<input type="checkbox"/> DELETE
NAME	HERRINGER, FRANK C.	
STREET ADDRESS	600 MONTGOMERY STREET	
CITY - ST - ZIP	SAN FRANCISCO CA	
TITLE	D	<input type="checkbox"/> DELETE
NAME	DUBAN, MYRON	
STREET ADDRESS	600 MONTGOMERY STREET	
CITY - ST - ZIP	SAN FRANCISCO CA	
TITLE	S	<input type="checkbox"/> DELETE
NAME	BARSON, JACLYN L.	
STREET ADDRESS	600 MONTGOMERY STREET	
CITY - ST - ZIP	SAN FRANCISCO CA	
TITLE	D	<input type="checkbox"/> DELETE
NAME	GINN, SAM	
STREET ADDRESS	600 MONTGOMERY STREET	
CITY - ST - ZIP	SAN FRANCISCO CA	
TITLE	VP	<input type="checkbox"/> DELETE
NAME	EDGAR H. GRUBB	
STREET ADDRESS	600 MONTGOMERY STREET	
CITY - ST - ZIP	SAN FRANCISCO CA	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 CITY - ST - ZIP	
2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY - ST - ZIP	
3.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	D Shumway, Forrest N.
3.3 STREET ADDRESS	600 Montgomery St., San Francisco, CA
3.4 CITY - ST - ZIP	
4.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	Buccieri, Shirley H.
4.3 STREET ADDRESS	600 Montgomery St., San Francisco, CA
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 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, as changed, or on an attachment with an address.

SIGNATURE: *Sam Bilal* Vice President - Taxes 1/17/97 (415) 983-4043
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (9/96)

TRANSAMERICA CORPORATION
(Incorporated in Delaware - 10/11/28)
600 Montgomery Street, 23rd Floor
San Francisco, California 94111
Federal E.I.D. #94-0932740

DIRECTORS

Class I	Class II	Class III
Samuel L. Ginn Frank C. Herringer (O)* Charles R. Schwab	Forrest N. Shumway Peter V. Ueberroth Toni Rembe	Robert W. Matschullat Gordon E. Moore Condoleezza Rice

(O) Denotes that the director is also an officer of the Corporation

OFFICERS

OFFICERS	TITLE
Frank C. Herringer	Chairman of the Board, President and Chief Executive Officer
Richard H. Finn	Executive Vice President
Thomas J. Cusack	Executive Vice President
Edgar H. Grubb	Executive Vice President and Chief Financial Officer
Robert A. Watson	Executive Vice President
Richard N. Latzer	Senior Vice President and Chief Investment Officer
Shirley H. Buccleri	Senior Vice President, General Counsel and Secretary
Nancy C. Bonner	Vice President - Executive Development
Maureen Breakiron-Evans	Vice President and General Auditor
Burton E. Broome	Vice President and Controller
James B. Dox	Vice President - Taxes
Richard H. Fearon	Vice President - Corporate Development
David H. Hawkins	Vice President
James B. Lockart	Vice President - Public Affairs
William H. McClave	Vice President - Corporate Communications
Mark A. McEachen	Vice President and Treasurer
Richard J. Olsen	Vice President - Corporate Relations
Rona I. King Pehrson	Vice President - Human Resources
Ronald C. Petrunoff	Vice President - Investor Relations
George B. Sundby	Vice President - Financial Planning and Analysis, and Assistant Controller
Judith M. Tornese	Vice President - Risk Management
Junior Officers	
Jaclyn L. Larson	Assistant Secretary
Joseph R. Martinetto	Senior Assistant Treasurer
Robert D. Myers	Senior Counsel and Assistant Secretary
David C. Thomas	Assistant Treasurer

* Frank C. Herringer serves as Chairman of the Board and of the Executive Committee

Post Office Box Address of Directors and Officers:

Post Office Box 7648
San Francisco, California 94120
(415) 983-4000

Terms of Office: Officers serve at the pleasure of the Board of Directors