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Mar 06 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 # P21995 (6)
1. Corporation Name
USAA INVESTMENT MANAGEMENT COMPANY

Principal Place of Business
1209 ORANGE STREET
WILMINGTON DE 19801

Mailing Address
10750 McDERMOTT FREEWAY
SAN ANTONIO TX 78288-0227
US



DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 12/06/1988	
21	Suite, Apt. #, etc.	26	Suite, Apt. #, etc.	4. FEI Number 74-1664189	Applied For Not Applicable
22	City & State	27	City & State	5. Certificate of Status Desired ☐	\$8.75 Additional Fee Required
23	Zip	28	Zip	6. Election Campaign Financing Trust Fund Contribution ☐	\$5.00 May Be Added to Fees
24	Country	29	Country	8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. ☐ Yes ☐ No	

9. Name and Address of Current Registered Agent		10. Name and Address of New Registered Agent	
CT CORPORATION SYSTEM 1200 S. PINE ISLAND ROAD PLANTATION FL 33324		81	Name
		82	Street Address (P.O. Box Number is Not Acceptable)
		83	
		84	City
		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		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	VD	1.1 TITLE	☐ Change ☐ Addition
NAME	SAUNDERS, JR. J	1.2 NAME	
STREET ADDRESS	825 BURR ROAD	1.3 STREET ADDRESS	
CITY-ST-ZIP	SAN ANTONIO TX	1.4 CITY-ST-ZIP	
TITLE	PC	2.1 TITLE	☐ Change ☐ Addition
NAME	ROTH, MICHAEL	2.2 NAME	
STREET ADDRESS	2803 MILL COURT	2.3 STREET ADDRESS	
CITY-ST-ZIP	SAN ANTONIO TX	2.4 CITY-ST-ZIP	
TITLE	VS	3.1 TITLE	☐ Change ☐ Addition
NAME	CICcone, ALEX M	3.2 NAME	
STREET ADDRESS	2003 ENCINO BELLE	3.3 STREET ADDRESS	
CITY-ST-ZIP	SAN ANTONIO TX 78259	3.4 CITY-ST-ZIP	
TITLE	V	4.1 TITLE	☐ Change ☐ Addition
NAME	DALLAHAN, JOHN J	4.2 NAME	
STREET ADDRESS	8 INWOOD TERRACE	4.3 STREET ADDRESS	
CITY-ST-ZIP	SAN ANTONIO TX	4.4 CITY-ST-ZIP	
TITLE	C	5.1 TITLE	☐ Change ☐ Addition
NAME	DAVIS, ROBERT G	5.2 NAME	
STREET ADDRESS	226 POST OAK WAY	5.3 STREET ADDRESS	
CITY-ST-ZIP	SAN ANTONIO TX 78230	5.4 CITY-ST-ZIP	
TITLE	VT	6.1 TITLE	☐ Change ☐ Addition
NAME	KIRK, SHERRON	6.2 NAME	
STREET ADDRESS	3815 HUNTERS TRAIL	6.3 STREET ADDRESS	
CITY-ST-ZIP	SAN ANTONIO TX 78230	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: _____

ALEX M. CICcone

2/20/98

(210) 498-5367

CR2E034 (10/97)

**USAA INVESTMENT MANAGEMENT COMPANY
NAMES, ADDRESSES AND SSN'S
OF OFFICERS AND DIRECTORS
AS OF 01/04/98**

<u>TITLE</u>	<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
V/D	Harry W. Miller SSN: 208-26-8011	Sr. Vice President, Investments, and Director	26850 Nelson Hill Boerne, TX 78006
V/S	Michael D. Wagner SSN: 464-86-2287	Vice President, Secretary and Counsel	430 East Rosewood San Antonio, TX 78212

The business address for all officers and directors listed is:
USAA Investment Management Company
9800 Fredericksburg Road
USAA Building
San Antonio, TX 78288-0227