FILE NOW: FILING FEE AFTER MAY 1 IS $225.00

CORPORATION ANNUAL REPORT 1995

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

APPROVED AND FILED

95 APR 10 PM 12:40

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DO NOT WRITE IN THIS SPACE.

DOCUMENT # P37778 (8)

1. Corporation Name

VARIPROPERTIES, INC.

Principal Place of Business	Mailing Address
POST OFFICE BOX 5555 DENVER CO 80217-5555	POST OFFICE BOX 5555 DENVER CO 80217-5555

3. Date Incorporated or Qualified: 03/04/1992
3a. Date of Last Report: 05/01/1994

2. Principal Place of Business	2a. Mailing Address
21	26
22 Suite, Apt. #, etc.	27 Suite, Apt. #, etc.
23 City & State	28 City & State
24 Zip / 25 Country	29 Zip / 30 Country

4. FEI Number: 84-1114077 ☐ Applied For ☐ Not Applicable

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

9. Name and Address of Current Registered Agent	10. Name and Address of New Registered Agent
C T CORPORATION SYSTEM 1200 SOUTH PINE ISLAND RD. PLANTATION FL 33324	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 ______ Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating) DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	DP	1 1 TITLE	☑ Change ☐ Addition
NAME	AVERY, JOHN M	1 2 NAME	
STREET ADDRESS	5912 SILVERTHORN RUN	1 3 STREET ADDRESS	
CITY-ST-ZIP	LITTLEJOHN CO	1 4 CITY-ST-ZIP	LITTLETON, CO 80125
TITLE	DVP	2 1 TITLE	☐ Change ☐ Addition
NAME	GREENHOLTZ, WAYNE M.	2 2 NAME	
STREET ADDRESS	1025 S. BUTLER WAY	2 3 STREET ADDRESS	
CITY-ST-ZIP	LAKEWOOD CO	2 4 CITY-ST-ZIP	
TITLE	C	3 1 TITLE	☐ Change ☐ Addition
NAME	SPARKS, W. ALVON, JR.	3 2 NAME	
STREET ADDRESS	7513 PEPPERELL DR.	3 3 STREET ADDRESS	
CITY-ST-ZIP	BETHESDA MD	3 4 CITY-ST-ZIP	
TITLE	DVP	4 1 TITLE	☐ Change ☐ Addition
NAME	ULERY, SHARI L.	4 2 NAME	
STREET ADDRESS	4758 WEST LAKE CIRCLE	4 3 STREET ADDRESS	
CITY-ST-ZIP	LITTLETON CO	4 4 CITY-ST-ZIP	
TITLE	D	5 1 TITLE	☐ Change ☐ Addition
NAME	UTLEY, EDWARD H.	5 2 NAME	
STREET ADDRESS	8806 GLADE HILL RD.	5 3 STREET ADDRESS	DELETE
CITY-ST-ZIP	FAIRFAX VA	5 4 CITY-ST-ZIP	
TITLE	VPT	6 1 TITLE	☐ Change ☐ Addition
NAME	BROWN, DAVID A.	6 2 NAME	
STREET ADDRESS	189 S. REED ST.	6 3 STREET ADDRESS	
CITY-ST-ZIP	LAKEWOOD CO	6 4 CITY-ST-ZIP	

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), 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: [signature] 4-3-95 303-234-8380

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR — Date — Daytime Phone #

Shari L. Ulery, Vice President & General Counsel

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VARIPROPERTIES, INC.

OFFICERS

Position	Name and Business Address*	Residence
President and Chief Executive Officer	John M. Avery	5912 Silverthorn Run Littleton, CO 80125
Senior Vice President	Wayne M. Greenholtz	1025 S. Butler Way Lakewood, CO 80226
Vice President and Treasurer	David A. Brown	189 S. Reed St. Lakewood, CO 80226
Vice President and General Counsel	Shari L. Ulery	4758 W. Lake Circle Littleton, CO 80123
Secretary	Rosalind Ann Phillips One GEICO Plaza Washington, DC 20076	6516 Shipyard Place Falls Church, VA 22043
Assistant Vice President	Gordon R. Bloeser	5343 S. Golf Course Dr. Morrison, CO 80465
Assistant Vice President	Cory M. Coulston	14367 W. Yale Place Lakewood, CO 80228
Assistant Controller & Assistant Secretary	John W. Gloyd	1284 S. Simms St. Lakewood, CO 80226
Assistant Vice President	Fred J. Ravenscroft	2553 S. Iris St. Lakewood, CO 80227
Assistant Secretary	Myrtle N. Pitsenbarger One GEICO Plaza Washington, DC 20076	9225 St. Andrews Pl. College Park, MD 20740
Assistant Secretary	William F. Schenkein	433 Adams Street Denver, CO 80206

*Unless otherwise noted, the Business Address of the named individuals is 7551 West Alameda Avenue, Post Office Box 5555, Denver, CO 80217-5555.

2368b/12
(Officer. 70b)

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VARIPROPERTIES, INC.

DIRECTORS

Position	Name and Business Address*	Residence
Chairman	W. Alvon Sparks, Jr. One GEICO Plaza Washington, DC 20076	7513 Pepperell Drive Bethesda, MD 20817
Director	John M. Avery	5912 Silverthorn Run Littleton, CO 80125
Director	Wayne M. Greenholtz	1025 S. Butler Way Lakewood, CO 80226
Director	Shari L. Ulery	4758 W. Lake Circle Littleton, CO 80123

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