

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

FILED  
Apr 29, 1999 8:00 am  
Secretary of State

04-29-1999 90126 009 \*\*\*150.00

054928

PROFIT CORPORATION ANNUAL REPORT <b>1999</b>		FLORIDA DEPARTMENT OF STATE <b>Katherine Harris</b> Secretary of State DIVISION OF CORPORATIONS
---	---	--

DOCUMENT # **P39497**

1. Corporation Name

**AEGON USA INVESTMENT MANAGEMENT, INC.**



Principal Place of Business <b>4333 EDGEWOOD ROAD N.E. CEDAR RAPIDS IA 52499-5336</b>	Mailing Address <b>4333 EDGEWOOD ROAD N.E. CEDAR RAPIDS IA 52499-5336</b>
--	--

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business <b>21</b>		2a. Mailing Address <b>26</b>		3. Date Incorporated or Qualified <b>07/01/1992</b>	
Suite, Apt. #, etc. <b>22</b>		Suite, Apt. #, etc. <b>27</b>		4. FEI Number <b>42-1333264</b>	
City & State <b>23</b>		City & State <b>28</b>		5. Certificate of Status Desired <input type="checkbox"/> <b>\$8.75 Additional Fee Required</b>	
Zip <b>24</b>		Country <b>25</b>		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> <b>\$5.00 May Be Added to Fees</b>	
Country <b>29</b>		Zip <b>30</b>		8. This corporation owes the current year Intangible Personal Property Tax. <input type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

**CT CORPORATION SYSTEM  
1200 SOUTH PINE ISLAND ROAD  
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 <b>DP</b>	<input checked="" type="checkbox"/> DELETE	1.1 TITLE <b>Douglas C. Kolsrud</b>	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME <b>FALCONIO, PATRICK E.</b>		1.2 NAME	
STREET ADDRESS <b>4333 EDGEWOOD RD., NE</b>		1.3 STREET ADDRESS <b>4333 Edgewood Road NE</b>	
CITY-ST-ZIP <b>CEDAR RAPIDS IA</b>		1.4 CITY-ST-ZIP <b>Cedar Rapids, IA 52499</b>	
TITLE <b>D</b>	<input type="checkbox"/> DELETE	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME <b>VERMIE, CRAIG D</b>		2.2 NAME	
STREET ADDRESS <b>4333 EDGEWOOD ROAD N.E.</b>		2.3 STREET ADDRESS	
CITY-ST-ZIP <b>CEDAR RAPIDS IA 52499-5336</b>		2.4 CITY-ST-ZIP	
TITLE <b>V</b>	<input checked="" type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME <b>FLYNN, DONALD E.</b>		3.2 NAME <b>Clifford A. Sheets</b>	
STREET ADDRESS <b>4333 EDGEWOOD RD., NE</b>		3.3 STREET ADDRESS <b>4333 Edgewood Road NE</b>	
CITY-ST-ZIP <b>CEDAR RAPIDS IA</b>		3.4 CITY-ST-ZIP <b>Cedar Rapids, IA 52499</b>	
TITLE <b>VT</b>	<input type="checkbox"/> DELETE	4.1 TITLE <b>Vice President</b>	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME <b>KETTERING, JON D</b>		4.2 NAME	
STREET ADDRESS <b>4333 EDGEWOOD RD., NE</b>		4.3 STREET ADDRESS	
CITY-ST-ZIP <b>CEDAR RAPIDS IA</b>		4.4 CITY-ST-ZIP	
TITLE <b>V</b>	<input type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME <b>O'BRIEN, RALPH M.</b>		5.2 NAME	
STREET ADDRESS <b>4333 EDGEWOOD RD., NE</b>		5.3 STREET ADDRESS	
CITY-ST-ZIP <b>CEDAR RAPIDS IA</b>		5.4 CITY-ST-ZIP	
TITLE <b>VPS</b>	<input type="checkbox"/> DELETE	6.1 TITLE <b>Vice President</b>	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME <b>THEOBALD, GREGORY W.</b>		6.2 NAME	
STREET ADDRESS <b>4333 EDGEWOOD RD., NE</b>		6.3 STREET ADDRESS	
CITY-ST-ZIP <b>CEDAR RAPIDS IA</b>		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, with all other like empowered.

SIGNATURE:

*M. Christopher Williams*  
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

4/19/1999

319/398-8823

Date

Daytime Phone #

CR2E034 (11/98)

P 39497  
444646-90126-5

Additional Officers

AEGON USA INVESTMENT MANAGEMENT, INC.

Eric B. Goodman, Executive Vice President – Head of Portfolio Management  
William S. Cook, Executive Vice President - Capital Market  
Strategies  
David R. Ludke, Executive Vice President – Risk Management  
David M. Carney, Senior Vice President and Chief Financial Officer  
David R. Halfpap, Senior Vice President  
Steven P. Opp, Senior Vice President  
Kirk W. Buese, Senior Vice President  
Robert L. Hansen, Vice President  
Bradley J. Beman, Vice President  
Michael B. Simpson, Vice President  
Douglas A. Dean, Vice President  
Stephanie M. Phelps, Vice President  
Jon L. Skaags, Vice President  
Daniel P. Fox, Vice President  
Michael N. Meese, Assistant Vice President  
Mary T. Pech, Assistant Vice President  
Mark E. Dunn, Assistant Vice President  
Robert A. Smedley, Assistant Vice President  
Donna L. Heitzman, Assistant Vice President  
M. Christina Galligan, Assistant Vice President  
Robert S. Jett III, Secretary  
Brian E. Rolland, Treasurer

The address of all the above is:

4333 Edgewood Road NE  
Cedar Rapids, IA 52499