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FILED
May 02 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 # P40724 (7)
1. Corporation Name
NORTH AMERICAN INSURANCE COMPANY



Principal Place of Business
POST OFFICE BOX 44160
MADISON WI 53744-4160

Mailing Address
POST OFFICE BOX 44160
MADISON WI 53744-4160

2. Principal Place of Business

21

Suite, Apt. #, etc.

22

City & State

23

Zip

Country

24

25

2a. Mailing Address

26

Suite, Apt. #, etc.

27

City & State

28

Zip

Country

29

30

9. Name and Address of Current Registered Agent

INSURANCE COMMISSIONER OF FLORIDA
THE CAPITOL BLDG.
TALLAHASSEE FL 32301

3. Date Incorporated or Qualified

09/30/1992

3a. Date of Last Report

06/25/1996

4. FEI Number

39-1052096

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

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

Signature, typed or printed name of registered agent and title if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

TITLE NAME STREET ADDRESS CITY-ST-ZIP

P STEWART, GERALD A
6 SHILOH COURT
MADISON WI

DELETE

CEO LEHMAN, ROBERT R
614 MORNINGSTAR LANE
MADISON WI

DELETE

VPT BAUER, JOSEPH L
7289 VISTA COURT
MIDDLETON WI

DELETE

S DLUGOS, ANDREA J
2131 E DAYTON ST
MADISON WI

DELETE

Director Gierhart, Roger L
3000 Woods Edge Way
Madison, WI 53711

DELETE

Director Lehman, Nancy O
452 Country Club Dr.
Lake Geneva, WI 55419

DELETE

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY-ST-ZIP

Director Jesse, Frank C Jr
5055 Colfax Avenue South
Minneapolis, MN 55419

Change Addition

2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY-ST-ZIP

Vice President of Underwriting Sheffield, Edward G.
113 Ponwood Circle
Madison, WI 53717

Change Addition

3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY-ST-ZIP

Vice President-Credit Business Farrell, Patricia A.
4784 Schneider Drive
Oregon, WI 53575

Change Addition

4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY-ST-ZIP

Vice President-Credit business Drago, Jacob G.
22 Zion Street
Kenner, LA 70065

Change Addition

5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY-ST-ZIP

Vice President of MIS Meyer, Robert H.
1734 Lunde Circle
Stoughton, WI 53719

Change Addition

6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY-ST-ZIP

Change Addition

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:

Joseph L. Bauer

4/21/97

(608) 256-6600

CR2E034 (9/96)