

FILED
Apr 17 1998 8:00am
Secretary of State

DOCUMENT # P95000092955 (0)
1. Corporation Name
SUN TRUST ANNUITIES, INC.

Principal Place of Business	Mailing Address
200 SOUTH ORANGE AVE. ORLANDO FL 32801	P.O. BOX 2848 ORLANDO FL 32802

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

9. Name and Address of Current Registered Agent	
THORPE, JANET C 200 SOUTH ORANGE AVE. ORLANDO FL 32801	81 Name
	82 Street Address
	83
	84 City

DO NOT WRITE IN THIS SPACE		
3. Date Incorporated or Qualified 12/05/1995		
4. FEI Number 59-3350422		Applied For Not Applicable
5. Certificate of Status Desired <input checked="" type="checkbox"/>		\$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>		\$5.00 May Be Added to Fees
8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		

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	PD	<input type="checkbox"/> DELETE	1.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	DEUTSCH, HUNTING		1.2 NAME		
STREET ADDRESS	200 SOUTH ORANGE AVE.		1.3 STREET ADDRESS		
CITY-ST-ZIP	ORLANDO FL 32801		1.4 CITY-ST-ZIP		
TITLE	D	<input type="checkbox"/> DELETE	2.1 TITLE	D	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	HALE, WALTER		2.2 NAME	Hale, R. Walter	
STREET ADDRESS	25 PARK PLACE N.E.		2.3 STREET ADDRESS	424 Church Street	
CITY-ST-ZIP	ATLANTA GA 30303		2.4 CITY-ST-ZIP	Nashville, TN 37219	
TITLE	D	<input type="checkbox"/> DELETE	3.1 TITLE	D	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	HEARN, WILLIAM		3.2 NAME	Hearn, William	
STREET ADDRESS	25 PARK PLACE N.E.		3.3 STREET ADDRESS	303 Peachtree Street, N.E.	
CITY-ST-ZIP	ATLANTA GA 30303		3.4 CITY-ST-ZIP	Atlanta, GA 30308	
TITLE	T	<input type="checkbox"/> DELETE	4.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BOWERS, TODD		4.2 NAME		
STREET ADDRESS	200 SOUTH ORANGE AVE.		4.3 STREET ADDRESS		
CITY-ST-ZIP	ORLANDO FL 32801		4.4 CITY-ST-ZIP		
TITLE	V	<input type="checkbox"/> DELETE	5.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	GARCIA DEL BUSTO, OREN		5.2 NAME		
STREET ADDRESS	200 SOUTH ORANGE AVE.		5.3 STREET ADDRESS		
CITY-ST-ZIP	ORLANDO FL 32801		5.4 CITY-ST-ZIP		
TITLE	S	<input checked="" type="checkbox"/> DELETE	6.1 TITLE	S	<input checked="" type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	URBAN, JOSEPH		6.2 NAME	Dickinson, Georgett B.	
STREET ADDRESS	25 PARK PLACE		6.3 STREET ADDRESS	303 Peachtree Street, N.E., MC 643	
CITY-ST-ZIP	ATLANTA GA 30303		6.4 CITY-ST-ZIP	Atlanta, GA 30308	

CB2E034 (10/97)

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.