

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

FILED
Apr 07 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 # 827065 (4)

1. Corporation Name
VESTA FIRE INSURANCE CORPORATION



Principal Place of Business 3780 RIVER RUN DRIVE P.O. BOX 43360 BIRMINGHAM AL 35243	Mailing Address 3780 RIVER RUN DRIVE P.O. BOX 43360 BIRMINGHAM AL 35243
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DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified
11/19/1971

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

4. FEI Number 63-0598629	Applied For <input type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input 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 type="checkbox"/> No	

9. Name and Address of Current Registered Agent

**INSURANCE COMMISSIONER OF FLORIDA
 CAPITOL BUILDING
 TALLAHASSEE FL 32301**

10. Name and Address of New Registered Agent

81. Name	85. Zip Code
82. Street Address (P.O. Box Number is Not Acceptable)	FL
83.	
84. City	

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	PD	1.1 TITLE	D/C
NAME	HUFFMAN, ROBERT Y	1.2 NAME	HUFFMAN, ROBERT Y.
STREET ADDRESS	3780 RIVER RUN DRIVE	1.3 STREET ADDRESS	3780 RIVER RUN DRIVE
CITY-ST-ZIP	BIRMINGHAM AL	1.4 CITY-ST-ZIP	BIRMINGHAM, AL 35243
TITLE	V	2.1 TITLE	V/D
NAME	PATRICK, BARRY A.	2.2 NAME	PATRICK, BARRY A.
STREET ADDRESS	3780 RIVER RUN DRIVE	2.3 STREET ADDRESS	3780 RIVER RUN DRIVE
CITY-ST-ZIP	BIRMINGHAM AL	2.4 CITY-ST-ZIP	BIRMINGHAM, AL 35243
TITLE	V	3.1 TITLE	P/D
NAME	LEONARD, STEPHEN P.	3.2 NAME	GAYLE, NORMAN W. III
STREET ADDRESS	3780 RIVER RUN DRIVE	3.3 STREET ADDRESS	3780 RIVER RUN DRIVE
CITY-ST-ZIP	BIRMINGHAM AL	3.4 CITY-ST-ZIP	BIRMINGHAM, AL 35243
TITLE	S	4.1 TITLE	V/D
NAME	MCCLELLAN, MAUREEN H.	4.2 NAME	ANGELL, CHARLES M.
STREET ADDRESS	3780 RIVER RUN DRIVE	4.3 STREET ADDRESS	3780 RIVER RUN DRIVE
CITY-ST-ZIP	BIRMINGHAM AL	4.4 CITY-ST-ZIP	BIRMINGHAM, AL 35243
TITLE		5.1 TITLE	V
NAME		5.2 NAME	COONEY, ROBERT K.
STREET ADDRESS		5.3 STREET ADDRESS	3780 RIVER RUN DRIVE
CITY-ST-ZIP		5.4 CITY-ST-ZIP	BIRMINGHAM, AL 35243
TITLE		6.1 TITLE	SEE ATTACHED LIST
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		6.4 CITY-ST-ZIP	

<input type="checkbox"/> DELETE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
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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 in an attachment with an address.

SIGNATURE: *Peter J. Hildebrand* PETER J. HILDEBRAND 3-30-98 205-970-7000

C-2E034 (10/97)

VESTA FIRE INSURANCE CORPORATION

<u>Officers & Directors</u>	<u>Title Code</u>	<u>Title Name</u>
Robert Y. Huffman	C/D	Chairman
Norman W. Gayle, III	P/D	President, Chief Executive Officer and Chief Operating Officer
Barry A. Patrick	V/D	Executive Vice President-Administration and Assistant Treasurer
Charles M. Angell	V/D	Senior Vice President-Insurance Operations
Robert K. Cooney	V	Senior Vice President-Reinsurance Assumed
Robin H. Etheridge	V	Senior Vice President-Reinsurance Assumed
Brian R. Meredith	V/T/D	Senior Vice President-Finance and Treasurer
Bobby L. Nolen	V	Senior Vice President-Field Operations
Donald W. Thornton	V/S/D	Senior Vice President-General Counsel and Secretary
David L. Feely	V	Vice President-Reinsurance Services
Peter J. Hildebrand	V	Vice President-Claims and Regulatory Compliance
William C. Nelson	V	Vice President-Operations
Stephen P. Russell	V	Vice President-Actuarial
Stephen P. Solimine	V	Vice President-Marketing
Jens Tarp	V	Vice President and General Manager-European Reinsurance Operations
Mary Beth Heibein	D	Controller, Principal Accounting Officer, Assistant Treasurer & Assistant Secretary

The business address for each of the above listed officers and directors, except Mr. Jens Tarp, is as follows:

3760 River Run Drive
Birmingham, AL 35243

The business address for Mr. Jens Tarp is as follows:

37 Amaliegade
1256 Copenhagen