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FILED

Feb 27 1998 8:00am
Secretary of State

PROF. CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # 805733 (3)
 1. Corporation Name
BITUMINOUS FIRE AND MARINE INSURANCE COMPANY

Principal Place of Business C/O ROBERT RAINEY 320 18TH ST ROCK ISLAND IL 61201	Mailing Address C/O ROBERT RAINEY 320 18TH ST ROCK ISLAND IL 61201
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 02/28/1944	
21. Suite, Apt. #, etc.	22. City & State	23. Zip	24. Country	25. Suite, Apt. #, etc.	26. City & State
27. Zip	28. Country	29. Zip	30. Country	4. FEI Number 36-6054328	Applied For <input type="checkbox"/> Not Applicable
9. Name and Address of Current Registered Agent				10. Name and Address of New Registered Agent	

9. Name and Address of Current Registered Agent
**NORTON INSURANCE OF FLORIDA
 2 EGLIN PARKWAY NORTH EAST
 SUITE 33
 FORT WALTON BEACH FL 32549**

10. Name and Address of New Registered Agent

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

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

TITLE	C	<input type="checkbox"/> DELETE
NAME	LARDNER, PETER	
STREET ADDRESS	320-18TH STREET	
CITY-ST-ZIP	ROCK ISLAND, IL 00000	
TITLE	V	<input type="checkbox"/> DELETE
NAME	SUNDQUIST, JAMES W	
STREET ADDRESS	320-18TH STREET	
CITY-ST-ZIP	ROCK ISLAND, IL 00000	
TITLE	V	<input type="checkbox"/> DELETE
NAME	ATOR, ROBERT G	
STREET ADDRESS	320-18TH STREET	
CITY-ST-ZIP	ROCK ISLAND, IL 00000	
TITLE	VT	<input type="checkbox"/> DELETE
NAME	RAINEY, ROBERT	
STREET ADDRESS	320 18TH STREET	
CITY-ST-ZIP	ROCK ISLAND IL	
TITLE	P	<input type="checkbox"/> DELETE
NAME	SANTRY, JAMES	
STREET ADDRESS	320-18TH STREET	
CITY-ST-ZIP	ROCK ISLAND, IL 00000	
TITLE	V	<input type="checkbox"/> DELETE
NAME	SNODGRASS, WILLIAM A	
STREET ADDRESS	320 - 18TH ST	
CITY-ST-ZIP	ROCK ISLAND IL	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 CITY-ST-ZIP	ROCK ISLAND, IL 61201
2.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY-ST-ZIP	ROCK ISLAND IL 61201
3.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY-ST-ZIP	ROCK ISLAND IL 61201
4.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
4.2 NAME	
4.3 STREET ADDRESS	
4.4 CITY-ST-ZIP	ROCK ISLAND IL 61201
5.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY-ST-ZIP	ROCK ISLAND IL 61201
6.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
6.2 NAME	
6.3 STREET ADDRESS	
6.4 CITY-ST-ZIP	ROCK ISLAND IL 61201

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.

SIGNATURE: *Robert Rainey* 2/17/98

CR2E034 (10/97)