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FILED
May 14 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 # 809358 (5)

1. Corporation Name
BALBOA INSURANCE COMPANY



Principal Place of Business 18581 TELLER AVE IRVINE CA 92612 US	Mailing Address P O BOX 19702 ATTN: TAX DEPT IRVINE CA 92623
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 06/01/1953	
21. Sulte, Apt. #, etc.	22. City & State	26. Sulte, Apt. #, etc.	27. City & State	4. FEI Number 95-6027860	Applied For <input type="checkbox"/> Not Applicable
23. Zip	24. Country	28. Zip	29. Country	5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
25. Country		30. Country		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
9. Name and Address of Current Registered Agent				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	

9. Name and Address of Current Registered Agent INSURANCE COMMISSIONER CAPITAL BLDG. TALLAHASSEE FL 32304		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 _____ DATE _____
Signature, typed or printed name of registered agent and title if applicable (NOT Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	SD	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	SMITH, H F	1.2 NAME	
STREET ADDRESS	19792 RIVERVIEW DR.	1.3 STREET ADDRESS	
CITY-ST-ZIP	YORBA LINDA CA	1.4 CITY-ST-ZIP	
TITLE	SVP	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BENNINGTON, C. W	2.2 NAME	
STREET ADDRESS	8 MOONLIGHT	2.3 STREET ADDRESS	
CITY-ST-ZIP	IRVINE CA	2.4 CITY-ST-ZIP	
TITLE	AVPC	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	FOGARTY, T. T	3.2 NAME	
STREET ADDRESS	5795 MORNINGSTAR DR.	3.3 STREET ADDRESS	
CITY-ST-ZIP	ANAHEIM CA	3.4 CITY-ST-ZIP	
TITLE	VPT	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BUKOW, R.	4.2 NAME	
STREET ADDRESS	27341 VIA AMISTOSO	4.3 STREET ADDRESS	
CITY-ST-ZIP	MISSION VIEJO CA	4.4 CITY-ST-ZIP	
TITLE	PD	5.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	SPENCE, J. C	5.2 NAME	
STREET ADDRESS	600 ANTON BLVD	5.3 STREET ADDRESS	
CITY-ST-ZIP	COSTA MESA CA 92626-7147	5.4 CITY-ST-ZIP	
TITLE	AT	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	HITZEL, T.G.	6.2 NAME	
STREET ADDRESS	600 ANTON BLVD	6.3 STREET ADDRESS	
CITY-ST-ZIP	COSTA MESA CA 92626-7147	6.4 CITY-ST-ZIP	

*NEAL R. ATON
 18581 TELLER AVE
 IRVINE, CA 92612*

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 registered 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.

CFR2E034 (10/97)

BALBOA INSURANCE COMPANY

LIST OF OFFICERS AND DIRECTORS

OFFICERS

BUSINESS ADDRESS

John C. Spence
Chairman
SS# 292-24-1154

18581 Teller Avenue
Irvine, CA 92612-1627

Neal R. Aton
President
SS# 139-46-9003

18581 Teller Drive
Irvine, CA 92612-1627

Ronald Bukow
Exec. Vice President
& Treasurer
SS# 057-36-1287

600 Anton Boulevard
Costa Mesa, CA 92626-7147

Gary L. Fite
Exec. Vice President
SS# 573-54-1059

600 Anton Boulevard
Costa Mesa, CA 92626-7147

William J. Pearson
Exec. Vice President
SS# 132-28-3790

600 Anton Boulevard
Costa Mesa, CA 92626-7147

Herbert F. Smith
Exec. Vice President
& Secretary
SS# 551-48-2759

600 Anton Boulevard
Costa Mesa, CA 92626-7147

Charles W. Bennington
Senior Vice President &
Sr. Claims Executive
SS# 290-40-7644

600 Anton Boulevard
Costa Mesa, CA 92626-7147

David M. Bridges
Senior Vice President
SS# 448-38-8595

18581 Teller Drive
Irvine, CA 92612-1627

OFFICERS

D. David Cissell
Senior Vice President
SS# 568-52-0082

James J. Clark
Vice President
SS# 594-52-1738

Timothy T. Fogarty
Vice President,
Controller & Asst. Treasurer
SS# 559-23-1094

Ernest G. Gekas
Vice President
& Asst. Secretary
SS# 350-24-2889

Bonnie Hickman
Vice President &
Asst. Secretary
SS# 338-48-9895

John D. Kramer
Vice President
SS# 291-46-4373

John F. Meadows
Vice President
SS# 308-48-9264

Anthony W. Miles
Vice President
SS# -

Sharon Paolino
Vice President
SS# 546-64-3300

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OFFICERS

John Tullius
Vice President
SS# 556-74-4597

Frederick A. Urschel
Vice President
& Actuary
SS# 307-50-6421

Robert A. Banuelos
Asst. Vice President
SS# 554-50-2493

Christian E. Simonsen
Asst. Vice President,
Asst. Controller & Asst. Treasurer
SS# 555-69-4033

Laila Soares
Asst. Vice President &
Asst. Secretary
SS# 548-74-8994

Terry T. Smith
Asst. Vice President
SS# 545-56-6607

Elizabeth Kirwin
Asst. Vice President
SS# 530-62-8943

Barry T. Eldal
Asst. Secretary
SS# 480-94-7252

John H. Marks
Asst. Secretary
SS# 146-38-7067

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Costa Mesa, CA 92626-7147

OFFICERS

Janet L. Bobsin
Asst. Treasurer
SS# 318-40-7425

Thomas G. Hitzel
Asst. Treasurer
SS# 552-68-3340

DIRECTORS

Neal R. Aton

Charles W. Bennington

Ronald Bukow

Stephen Davis

Gary L. Fite

Warren R. Lyons

William Pearson

Eugene R. Schutt, Jr.

Herbert F. Smith

John C. Spence

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600 Anton Boulevard
Costa Mesa, CA 92626-7147

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