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FILED
May 15 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # 826986 (2)
 1. Corporation Name
WESTERN DIVERSIFIED CASUALTY INSURANCE COMPANY



Principal Place of Business 7300 CORPORATE CENTER DR ATT:7C16 7B28 MIAMI FL 33102-0270 US	Mailing Address P.O. BOX 020270 STE. 7B28 MIAMI FL 33102-0270 US
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3. Date Incorporated or Qualified 11/05/1971	3a. Date of Last Report 04/26/1996
4. FEI Number 39-1128299	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 has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input type="checkbox"/> No	

2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip 24	2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29	Country 25	Country 30
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9. Name and Address of Current Registered Agent
THE PRENTICE-HALL CORPORATION SYSTEM, INC.
1201 HAYS STREET
SUITE 105
TALLAHASSEE FL 32301

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	NAME	STREET ADDRESS	CITY - ST - ZIP	<input type="checkbox"/> DELETE
DV	STANTON, SCOTT L	7300 CORPORATE CENTER DR	MIAMI FL	
PD	GEARHART, LLOYD E.	510 LAKE COOK RD.	DEERFIELD IL	
D	JOHNSON, GLENDON E.	7300 CORPORATE CENTER DR	MIAMI FL	
V	REACH, GARY M.	7300 CORPORATE CENTER DR	MIAMI FL	
VD	ASSOFSKY, MARVIN H.	7300 CORPORATE CENTER DR	MIAMI FL	
V	WILKINS, WILLIAM S	7300 CORPORATE CENTER DR	MIAMI FL	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

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

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: *Sandy M. Reach* **SANDY M. REACH - VICE PRESIDENT** 4/21/97 305/719/8213
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (9/96)

01/02/97

Western Diversified Casualty Insurance Company

Incorporated : Wisconsin - Insurance
Inc. Date : 07/23/69
Federal ID # : 39-1128299

DIRECTORS: Currently Authorized: 5 Min: 5 Max: 21 Quorum: 3

Glendon Elwood Johnson	Chairman of the Board-
Marvin Harry Assofsky	Director
Lloyd Edmund Gearhart	Director
Scott Lewis Stanton	Director
Lonnie Roach Wright	Director

OFFICERS:

Lloyd Edmund Gearhart	President
Michael Page Andersen	Sr. Vice President, Assistant General Counsel & Assistant Secretary
Marvin Harry Assofsky	Sr. Vice President & Chief Investment Officer
Kerry Dale Clemmons	Sr. Vice President - Human Resources & Corporate Development
Mark Alfred Schoder	Sr. Vice President - Business Development & Communications
Glen Arthur Spence	Sr. Vice President - Finance & Accounting
Scott Lewis Stanton	Sr. Vice President & Chief Financial Officer
Anne Virginia Wardlow	Sr. Vice President, General Counsel & Secretary
William Stanley Wilkins	Sr. Vice President - John Alden Systems
Jeffrey Alan Brown	Vice President - Marketing
Gajinderpal Singh Gill	Vice President & Chief Actuary
Anthony John Houghton	Vice President & Chief Actuary
Matthew John Hoysa	Vice President - Mortgages & Real Estate (Investment)
Robert William Judges	Vice President
Robert Tzay-Chung Li	Vice President - Corporate Actuary
Martha Serna Lopez	Vice President - Portfolio Management
Linda Louise Marshall	Vice President - Compliance
Milford Lewis Middelstaedt, Jr.	Vice President, Assistant General Counsel & Assistant Secretary
William George Piel	Vice President & Treasurer
Adolph Richard Ranieri	Vice President - Warranty Operations
Gary Michael Reach	Vice President - Planning & Taxation
Daniel Peter Roth	Vice President
Mark Bird Whiting	Vice President, Assistant General Counsel & Assistant Secretary
Dennis Elwyn Wood	Vice President - Credit Operations
Frank Ralph Quillici	General Agency Vice President

COMMITTEES:

Glendon Elwood Johnson
Lloyd Edmund Gearhart
Lonnie Roach Wright

Executive Committee Chairman
Executive Committee Member
Executive Committee Member

Glendon Elwood Johnson
Marvin Harry Asofsky
Lloyd Edmund Gearhart
Scott Lewis Stanton
Lonnie Roach Wright

Investment Policy Committee Chairman
Investment Policy Committee Member
Investment Policy Committee Member
Investment Policy Committee Member
Investment Policy Committee Member

CAPITAL STOCK:

7 1/2 Non-voting Cumulative Preferred
Price/Par Value: 1000

Authorized: 10,000
Issued: 9,121
Outstanding: 9,121
in Treasury: 0

Current Owner(s)
John Alden Life Insurance Company

Shares From
9,121 03/01/96

Common
Price/Par Value: 100

Authorized: 50,000
Issued: 10,000
Outstanding: 10,000
in Treasury: 0

Common and Preferred Stock are using the same numbering series. Common runs from 1-15. Preferred picks up at 16-25. The next number will be issued to either common or preferred as needed.

Current Owner(s)
Western Diversified Services, Inc.

Shares From
10,000 12/21/89

THE MAILING ADDRESS FOR ALL OF THE ABOVE OFFICERS AND DIRECTORS IS:

7300 CORPORATE CENTER DRIVE (7B28)
P. O. BOX 020270 (7B28)
MIAMI, FLORIDA 33126-1208