

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

PROFIT CORPORATION ANNUAL REPORT 1999



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS

FILED Apr 26, 1999 8:00 am Secretary of State

04-26-1999 90181 001 ***150.00

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1. Corporation Name MAINLAND INSURANCE COMPANY

Principal Place of Business 255 MAPLE AVE. HARLEYSVILLE PA 19438 Mailing Address 255 MAPLE AVE. HARLEYSVILLE PA 19438



DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 355 Maple Avenue City & State Mailing Address 355 Maple Avenue City & State

3. Date Incorporated or Qualified 11/18/1998 4. FEI Number 23-2864924 5. Certificate of Status Desired \$8.75 Additional Fee Required 6. Election Campaign Financing Trust Fund Contribution \$5.00 May Be Added to Fees 8. This corporation owes the current year Intangible Personal Property Tax. Yes No

9. Name and Address of Current Registered Agent THE INSURANCE COMMISSIONER THE CAPITOL TALLAHASSEE FL 32399-0300

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 Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating) DATE

12. OFFICERS AND DIRECTORS CP BATEMAN, WALTER RAYMOND II 5926 STOVER MILL ROAD DOYLESTOWN PA 18901 D BEEKLEY, ROGER JAY 40 MAJOR ROAD ROYERSFORD PA 19468 D CUMMINS, MARK RALPH 59 HUNSBERGER ROAD TELFORD PA 18969 D MAGEE, BRUCE JAMES 2170 BUTTONWOOD ROAD BERWYN PA 19312 V GRENIER, KEVIN NORMAND 2575 COLD SPRING ROAD LANSDALE PA 19446 S BROWN, ROGER ALAN 214 OAKWOOD ROAD WILMINGTON DE 19803

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY-ST-ZIP 2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY-ST-ZIP 3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY-ST-ZIP 4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY-ST-ZIP 5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY-ST-ZIP 6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY-ST-ZIP

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 637, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE: Roger Jay Beekley 4/23/99 (215) 256-5000

CR2E034 (1/98)