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Feb 05 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 # P14871 (8)

1. Corporation Name
ACORDIA OF WEST VIRGINIA, INC.



Principal Place of Business ONE HILLCREST DR. EAST ONE EAST 4TH ST 5TH FL CHARLESTON WV 25326-1551 US	Mailing Address C/O BILL CRUM PO BOX 1551 CHARLESTON WV 25326-1551 US
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3. Date Incorporated or Qualified 06/16/1987	3a. Date of Last Report 03/05/1996
4. FEI Number 55-0329835	Applied For 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.	2a. Mailing Address 26 Suite, Apt. #, etc.
22 City & State	27 City & State
23 Zip Country	28 Zip Country
24 Zip Country	29 Zip Country

9. Name and Address of Current Registered Agent

**C T CORPORATION SYSTEM
 % C T CORPORATION SYSTEM
 1200 SOUTH PINE ISLAND ROAD
 PLANTATION FL 33324**

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 _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS

TITLE	D <input checked="" type="checkbox"/> DELETE
NAME	BECKER, W. MARSTON
STREET ADDRESS	1 HILLCREST DRIVE
CITY - ST - ZIP	CHARLESTON WV
TITLE	PC <input type="checkbox"/> DELETE
NAME	PATERNO, ANDREW J.
STREET ADDRESS	ONE HILLCREST DR E
CITY - ST - ZIP	CHARLESTON WV
TITLE	T <input type="checkbox"/> DELETE
NAME	CRUM, BILLY J. JR.
STREET ADDRESS	ONE HILLCREST DR E
CITY - ST - ZIP	CHARLESTON WV
TITLE	S <input type="checkbox"/> DELETE
NAME	MONROE, ELLEN M
STREET ADDRESS	120 MONUMENT CIR.
CITY - ST - ZIP	INDIANAPOLIS IN 46204
TITLE	AS <input type="checkbox"/> DELETE
NAME	THOMAS, JUDITH P
STREET ADDRESS	1 HILLCREST DRIVE
CITY - ST - ZIP	CHARLESTON WV
TITLE	V <input type="checkbox"/> DELETE
NAME	JUSKOWICH, KENNETH
STREET ADDRESS	2605 CRANBERRY SQ
CITY - ST - ZIP	MORGANTOWN WV

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

Change Addition

Please see attached sheet with Officers & Directors.

1.1 TITLE	
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 included 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: *Judith P. Thomas*
 JUDITH P. THOMAS, Assistant Corporate Secretary
 1/17/97 (301)347-074

CR2E034 (9/96)

Acordia of West Virginia, Inc.

**Board of Directors
and Officers**

OFFICERS

<u>Title</u>	<u>Name</u>	<u>Address</u>
President	Andrew J. Paterno	P.O. Box 1551 Charleston, WV 25326-1551
Vice President	Kenneth Juskowich	2605 Cranberry Square Morgantown, WV 26505-9271
Vice President	Robert L. Ludwig	P.O. Box 1551 Charleston, WV 25326-1551
Treasurer	Robert S. Schneider	120 Monument Circle Indianapolis, IN 46204
Asst. Treasurer	Billy Joe Crum, Jr.	P.O. Box 1551 Charleston, WV 25326-1551
Corporate Secretary	M. Ellen Monroe	120 Monument Circle, Indianapolis, IN 46204
Asst. Corp. Secretary	Judith P. Thomas	P.O. Box 1551 Charleston, WV 25326-1551

DIRECTORS

<u>Name</u>	<u>Address</u>
David R. Frick	120 Monument Circle Indianapolis, IN 46204
Robert C. Eubanks, Jr.	6330 Quandrangle Dr. Suite 200 Chapel Hill, NC 27514
F.T. Graff, Jr.	P.O. Box 1386 Charleston, WV 25325-1386
William H. Howe	1747 Pennsylvania Ave.NW #1050 Washington, D.C. 20006
Robert A. McMillan	P.O. Box 1185 Martinsburg, WV 25401
Marshall S. Miller	P.O. Box 848 Bluefield, VA 24605