

No. C 71996

Annual Report Form

1996

Due No Later Than November 30,

2. Registered Agent and Office NOT A P.O. BOX

Return to:
SECRETARY OF STATE
700 WEST JEFFERSON
PO BOX 83720
BOISE, ID 83720-0080

1. Mailing Address - Please Correct, If Not Correct

ALLSTATE MOTOR CLUB, INC.
FINAVCE MGR.
1500 WEST SHURE DRIVE

C T CORPORATION SYSTEM
300 NORTH 6TH STREET

BOISE ID 83701

NO FEE REQUIRED

3. Organized Under the Laws of:

DE C 71996

* FIRST NOTICE *

ARLINGTON HTS. IL 60004

4. Corporations: Enter Names and Addresses of **President, Secretary and Directors**
Limited Liability Companies: Enter Names and Addresses of **Managers** or **Members** (check one)

Office held Name Street or P.O. Address City State Zip

SEE ATTACHED LISTS

5. NATURE OF BUSINESS

SERVICES TO THE TRAVELING PUBLIC

6. I certify that this Annual Report has been examined by me and is to the best of my knowledge true, correct and complete.

Signature *Allen W. Dyon*

Date 9/17/96

Name ALLEN W. DYON
(Type or Printed)

Title PRESIDENT

ISSUED: 07-06-1996

3040

ALLSTATE MOTOR CLUB, INC.

OFFICERS

<u>NAME</u>	<u>BUSINESS ADDRESS</u>	<u>RESIDENCE ADDRESS</u>
Robert W. Gary Chairman of the Board	2775 Sanders Rd., Suite F9 Northbrook, IL 60062-6127	1111 Evergreen Drive Lake Forest, IL 60045
Samuel H. Pilch Vice-President and Controller	2775 Sanders Rd., Suite H1A Northbrook, IL 60062-6127	2775 Sanders Rd., Ste H1A Chicago, IL 60614
James P. Zils V. P. & Treasurer	2775 Sanders Rd., Suite A3 Northbrook, IL 60062-6127	832 Pattock Libertyville, IL 60048
Casey J. Sylla Chief Investment Officer	2775 Sanders Rd., Suite G6C Northbrook, IL 60062-6127	1785 Manchester GranTon, WI 54436
Emma M. Kalaidjian Vice-President and Secretary	2775 Sanders Rd., Suite A8 Northbrook, IL 60062-6127	21677 Rainbow Rd. Barrington, IL 60010
Allen W. Dyon President	1500 West Shure Drive Arlington Hts., IL 60004	130 Colony Drive Barrington, IL 60010
Garry J. Ballek Vice President	1500 West Shure Drive Arlington Heights, IL 60004	4448 Wildwood Crt. Hoffman Estates, IL 60179
Joseph R. Mangan, Jr. Vice President and Asst. Gen. Counsel	1500 West Shure Drive Arlington Heights, IL 60004	455 W. Hillside Ave. Barrington, IL 60010
John D. Cotter Vice President - Finance and Administration	1500 West Shure Drive Arlington Heights, IL 60004	1097 Merrill St. Winnetka, IL 60093

AS OF: 5/31/96

ALLSTATE MOTOR CLUB, INC.

DIRECTORS

<u>NAME</u>	<u>BUSINESS ADDRESS</u>	<u>RESIDENCE ADDRESS</u>
Jerry D. Choate	2775 Sanders Rd., Suite F9 Northbrook, IL 60062-62127	440 Valley View Road Barrington, IL 60010
Robert W. Gary	2775 Sanders Rd., Suite F9 Northbrook, IL 60062-6127	1111 Evergreen Drive Lake Forest, IL 60045
Edward M. Liddy	2775 Sanders Rd., Suite F9 Northbrook, IL 60062-6127	1331 N. Green Bay Rd. Lake Forest, IL 60045
Thomas J. Wilson, II	2775 Sanders Rd., Suite F8 Northbrook, IL 60062-6127	2024 N. Mohawk Chicago, IL 60614
Casey J. Sylla	2775 Sanders Rd., Suite G6C Northbrook, IL 60062-6127	1785 Manchester GranTon, WI 54436

AS OF: 5/31/96