

No. 48736	Idaho Corporation Annual Report Form	2. Registered Agent and Office
Return To	Due No Later Than November 1, 1989	PRENTICE-HALL CORP SYSTEM 877 MAIN, SUITE 1000
Secretary of State Room 203, Statehouse Boise, ID 83720	1. Mailing Address — Please Correct 48736 MONTGOMERY WARD AUTO CLUB, INC.	BOISE ID 83702
RECEIVED SEC. OF STATE	DAN BLINDAUER 200 NORTH MARTINGALE ROAD	
NO FEE REQUIRED	SCHAUMBURG IL 60173	3. Incorporated Under The Laws of DELAWARE
9 AUG 28 PM 2 15 1989		NO: 48736

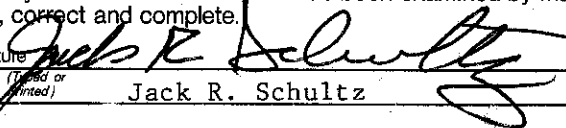
4. Names and Addresses of Officers and Directors

	Name	Street or P.O. Address	City	State	Zip
President:	E. Vachel Pennebaker	200 N. Martingale Road	Schaumburg	Illinois	60173-2096
Secretary:	Bruce C. Shulan	200 N. Martingale Road	Schaumburg	Illinois	60173-2096
Directors:	Dominic M. Mangone	One Montgomery Ward Plaza	Chicago	Illinois	60671
	E. Vachel Pennebaker	200 N. Martingale Road	Schaumburg	Illinois	60173-2096
	Bruce C. Shulan	200 N. Martingale Road	Schaumburg	Illinois	60173-2096
Vice Pres.:	Jack R. Schultz	200 N. Martingale Road	Schaumburg	Illinois	60173-2096
Treasurer:	Robert S. Bartlow	200 N. Martingale Road	Schaumburg	Illinois	60173-2096

5. Nature of Business

Operation of auto club

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		Date	08/18/89
Name (Printed or Typed)	Jack R. Schultz	Title	Vice President