



STATE OF ARIZONA
CORPORATION COMMISSION



BUSINESS CORPORATION ANNUAL REPORT
& CERTIFICATE OF DISCLOSURE
FOREIGN

FOR FISCAL YEAR ENDING 12/31/1996

DUE ON OR BEFORE 04/15/1997

The following information is required by A.R.S. §10-125 for all general corporations organized for profit, professional corporations, and business trusts authorized to transact business in Arizona. The Commission's authority to prescribe this form is A.R.S. §10-142. MAKE CHANGES OR CORRECTIONS WHERE NECESSARY.

Corporation File: F-0046349-4
Corporation Name: ALEXANDER & ALEXANDER INC.
Address: 10461 MILL RUN CIR ***

TAX DEPT
PO Box 8264

City, State, Zip: OWINGS MILLS MD 21117 CHICAGO, IL 60606
Domicile: MARYLAND
Type: PROFIT

RECEIVED

MAY 08 1997

Arizona Statutory Agent: PRENTICE-HALL CORP SYSTEM
Street Address: 3636 N CENTRAL AVE
(NOT P.O. BOX)

ARIZONA CORP COMMISSION
CORPORATIONS DIVISION

City, State, Zip: PHOENIX AZ 85012-

1. NUMBER OF EMPLOYEES: Please check one. (For statistical purposes only.)

25 or Less _____ 26 - 100 _____

101 - 500 _____ Over 500 ☒

ACC USE ONLY	
PAID	
Penalty	\$
Total	\$ 54

2. ~ ~ If appointing a new statutory agent, the new agent MUST consent to that appointment by ~ ~
~ ~ signing below and PRESIDENT or VICE PRESIDENT must sign page 4 of this report. ~ ~

I, (individual) or We, (corporation) having been designated the new Statutory Agent, do hereby consent to this appointment until my removal or resignation pursuant to law.

Statutory Agent Name

Address

Signature

City, State, Zip

3. Foreign Corporations list Address in Domicile Jurisdiction:

Street/P.O. Box

City, State, Zip

4. **CAPITALIZATION:** (NOTE: Business Trusts must indicate the number of transferable certificates held by trustees evidencing their beneficial interest in the trust estate.)

Number of Shares Authorized	Class	Series	Par Value
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Number of Shares Issued	Class	Series	Par Value
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-- PLEASE MAKE CORRECTIONS ON A SEPARATE SHEET --

5. **OFFICERS** (If no changes since last report, check here ___ and go on to Section 6.)

PRESIDENT: LAWRENCE E BURK

VICE PRESIDENT: ELLIOT S COOPERSTONE

Address: 6 SEMINOLE WY

Address: 54 PADDINGTON RD

CHATHAM, NJ 07928

SCARSDALE, NY 10583

Date taking office: 01-01-94 01-01-96

Date taking office: 02-01-95 01-01-96

SECRETARY: ALICE L RUSSELL

TREASURER: R ALAN KERSHAW

Address: 2802 FOREST GLEN DR

Address: 5 FOREST RIDGE CT

BALDWIN, MD 21013-

TIMONIUM, MD 21093-

Date taking office: 03-01-91

Date taking office: 06-01-89

6. **DIRECTORS** (If no changes since last report, check here ___ and go on to Section 7.)

NAME: JOHN C SIENKIEWICZ

NAME: JAMES A MCCORMICK

Address: 55 WINFIELD RD

Address: 9445 RIVERT CLUB PARKWAY

PRINCETON, NJ 08540-

DULUTH, GA 30136-

Date taking office: 04-01-94

Date taking office: 09-04-91

NAME: PAUL V COLONY

NAME: LAWRENCE E BURK

Address: 110 LOS ALTOS DR

Address: 6 SEMINOLE WY

PASADENA, CA 91105-

CHATHAM, NJ 07928-

Date taking office: 04-01-94

Date taking office: 01-01-94

7. **SHAREHOLDERS** of record holding more than 20% of any class of shares issued by the corporation or having more than 20% beneficial interest in the corporation. If none, so state.

(If no changes since last report, check here ___ and go on to Section 8.)

NAME ALEXANDER & ALEXANDER U S INC

NAME _____

NAME _____

NAME _____

Evelyn L. Brown	Vice President
Sharon I. Brown	Vice President
Richard E. Bruck	Vice President
Robert S. Buchney	Vice President
Gregory P. Buonocore	Vice President
Robert A. Burchard	Vice President
Carol Kay Burns	Vice President
Robert P. Campbell	Vice President
Francis S. Carnes Jr.	Vice President
Michael C. Cassidy	Vice President
Sharon A. Cirspinski	Vice President
Donald L. Clement	Vice President
Dominic A. Colaizzo	Vice President
Jane Combrinck-Graham	Vice President
Paul L. Conti	Vice President
Brian F. Cooper	Vice President
Susan J. Courtney	Vice President
John A. Coyle	Vice President
John P. Crowley Jr.	Vice President
Daniel C. D'Alessandro	Vice President
William J. Dancer	Vice President
William G. Danielewski	Vice President
Ashton J. Daniell	Vice President
Herbert L. DeCuers	Vice President
William R. Deemer	Vice President
Frank C. Dodaro	Vice President
Dennis M. Donahue	Vice President
Kathryn M. Dowd	Vice President
James D. Dyson	Vice President
Kathleen C. Dzon	Vice President
Phillip S. Eberhart	Vice President
Steven W. Engelke	Vice President
Yoshihide Enomoto	Vice President
Laurie J. Erickson	Vice President
James P. Fay	Vice President
Roger L. Feaster	Vice President
Colleen A. Fenlon-White	Vice President
Charles A. Ferguson, Jr.	Vice President
Carol M. Ferreri	Vice President
Roger G. Ferris	Vice President
William R. Filbert Jr.	Vice President
Carol L. Filippi	Vice President
Howard W. Fisher	Vice President
Denise H. Fleury	Vice President
Richard L. Forand	Vice President
Bruce J. Formeller	Vice President
Roland E. Forster Jr.	Vice President
Philip L. Foster	Vice President
Karen A. Frankel	Vice President
W. Scott Frazier	Vice President
Billie J. Freemore	Vice President
Harold L. Frick	Vice President
Parker W. Fritschle	Vice President
Joseph J. Fusco	Vice President
Matthew P. Gardner	Vice President
Susan M. Garrabrant	Vice President
Gregory E. Gatti	Vice President
Dale A. Gebauer	Vice President
James Gillespie, Jr.	Vice President
Paul J. Gloriod	Vice President

Cesar V. Goldman	Vice President
Cheryl L. Gorder	Vice President
Alexander Gordon	Vice President
Roni J. Gossman	Vice President
Larry J. Gotchnik	Vice President
Henry L. Grandpre	Vice President
Andrey J. Green	Vice President
Jeffrey K. Hall	Vice President
Richard B. Hansmann	Vice President
Maryellen P. Harper	Vice President
Steven R. Harper	Vice President
Judy M. Hart	Vice President
Gary F. Hattan	Vice President
Kevin J. Heerdegen	Vice President
Alvin E. Heidorn	Vice President
Dennis H. Helseth	Vice President
Mark D. Henderson	Vice President
Jeffrey J. Herman	Vice President
Mark F. Herwanek	Vice President
Eleanor L. Hernandez	Vice President
Gerald S. Hnat	Vice President
Anthony W. Hobgood	Vice President
Glenn R. Hodek	Vice President
Deane R. Holmes	Vice President
Daniel F. Hunger	Vice President
Gary P. Innarelli	Vice President
Michael W. Irvine	Vice President
Scott A. Isler	Vice President
Margaret A. Jacobs	Vice President
Thomas P. James	Vice President
Joseph S. Jankavicius	Vice President
Jacqueline Jankowski	Vice President
Becky J. Johnson	Vice President
Delon C. Johnson	Vice President
Harlan D. Johnson	Vice President
Frank D. Johnson Jr.	Vice President
William R. Kasbeer	Vice President
Eric H. Kaspin	Vice President
Eileen E. Keberlein	Vice President
Albert J. Keefe	Vice President
Grant J. Kelley	Vice President
Becky Kent-Medins	Vice President
Abid M. Kermani	Vice President
Gilbert S. Kimble	Vice President
James A. Kisch	Vice President
John M. Koger, Jr.	Vice President
Henry C. Kramer	Vice President
Joseph S. Kucharz	Vice President
Elizabeth A. Kunik	Vice President
Linda C. Kupetis (Scamardo)	Vice President
Edward L. Ladwig	Vice President
Rosalie Lang	Vice President
Steven M. Lange	Vice President
Mariann J. Lausas	Vice President
Gerald G. Lemke	Vice President
James A. Liebenstein	Vice President
Lynne K. Little	Vice President
Daniel M. Longfellow	Vice President
Peter J. Mack	Vice President
James A. Mahoney	Vice President

S. Hoyt Marquis	Vice President
Kathryn L. Marsh	Vice President
Patrick M. McCahill	Vice President
Frederick K. McClelland	Vice President
J. Gregory McCollister	Vice President
Mary A. McDougall	Vice President
Timothy J. McKenna	Vice President
Robert J. McPherson	Vice President
Jeffrey R. Meisinger	Vice President
Susan R. Michel	Vice President
Suzanne Mickle	Vice President
Dennis C. Miller	Vice President
Warren J. Mula	Vice President
William F. Mulroy	Vice President
John H. Murbach	Vice President
James Murray	Vice President
Thomas E. Mylett	Vice President
John P. Naughton	Vice President
Thomas F. O'Chuida	Vice President
Charles J. O'Neill	Vice President
David M. Osbourn	Vice President
Dennis C. Ourand	Vice President
Ronald J. Parry	Vice President
Geoffrey M. Peters	Vice President
Kenneth R. Petschel	Vice President
Richard E. Phillips	Vice President
John J. Piligno	Vice President
Edwin D. Reasoner	Vice President
Michael E. Rekruciak	Vice President
Philip W. Remig	Vice President
Dale W. Renner	Vice President
Terry D. Reynolds	Vice President
John D. Richardson	Vice President
Bradley J. Richter	Vice President
Susan D. Ring	Vice President
Richard E. Roberson	Vice President
James M. Roche, Jr.	Vice President
Robert W. Rohland	Vice President
Carl F. Rossini	Vice President
Ellsworth J. Royer	Vice President
Francis J. Rufino	Vice President
Richard M. Rupiper	Vice President
Alice L. Russell	Vice President
Stuart J. Sandbank	Vice President
Anthony P. Saputo	Vice President
Elayne Saunders	Vice President
Mark Schmalzer	Vice President
George C. Schmid	Vice President
Thomas J. Schrantz	Vice President
Robert L. Schultz	Vice President
Richard J. Shamis	Vice President
Miles Shepp	Vice President
James W. Shoop	Vice President
Larry J. Simons	Vice President
Frona R. Sindler	Vice President
Charles T. Skinner	Vice President
Elizabeth F. Slone	Vice President
D. Hugh Smith	Vice President
Jeff T. Smith	Vice President
Jeffrey L. Smith	Vice President

Robert H. Smith	Vice President
Susan G. Smith	Vice President
Debra A. Snyder	Vice President
Robert B. Stalker	Vice President
Richard S. Starr	Vice President
Manfred J. Stern	Vice President
Gregory D. Stitts	Vice President
Christopher J. Stone	Vice President
Frank W. Strenk	Vice President
John M. Stricker	Vice President
William T. Sullivan	Vice President
Mary M. Sumner	Vice President
David H. Sutcliffe	Vice President
Dana P. Switzer	Vice President
Frederick H. Telmanowski	Vice President
James A. Temp	Vice President
Paul A. Thompson	Vice President
Carolyn V. Tonelli	Vice President
Joseph M. Trachta	Vice President
James E. Trader	Vice President
Jacqueline J. Trower	Vice President
Dale W. Turnham	Vice President
Frederick Ulmer	Vice President
Jeffrey D. Urbanks	Vice President
Bruce M. Vassallo	Vice President
William L. Viscardo	Vice President
William N. Vobejda	Vice President
Mary L. Walkenhorst	Vice President
James E. Walters	Vice President
Daniel J. Wasik	Vice President
William C. Webb	Vice President
Mary T. Webster	Vice President
Kelly A. Whitehouse	Vice President
Judy A. Whitney	Vice President
Billy L. Wilkinson	Vice President
John A. Williams	Vice President
Paul D. Williamson	Vice President
Kimberly M. Willis	Vice President
James K. Wolfarth	Vice President
Dennis R. Wood	Vice President
C. Ronald Woolfort	Vice President
Daniel G. Yelich	Vice President
Marie K. Young	Vice President
Alexander J. Young, IV	Vice President
Louis T. Zajdel	Vice President
William H. Zersen	Vice President
Janet G. Zifchak	Vice President
Geoffrey M. Walters	Controller
Arlene H. Hardy	Treasurer
Anna M. Adams	Assistant Vice President
Beth G. Albright	Assistant Vice President
Kimberly Alexander	Assistant Vice President
Haidi D. Apel	Assistant Vice President
Denise S. Archer	Assistant Vice President
David G. Barker	Assistant Vice President
Elaine J. Barnes	Assistant Vice President
Kenneth C. Barnsley	Assistant Vice President
Constantine P. Bebi	Assistant Vice President
Damon S. Bendesky	Assistant Vice President
Larry P. Benedict	Assistant Vice President
Susan M. Fyda	Assistant Vice President

Lois P. Lewis	Assistant Vice President
Kevin J. Lindell	Assistant Vice President
Lawrence T. Lindsey	Assistant Vice President
Michael H. Lloyd	Assistant Vice President
Michael W. Lovelace	Assistant Vice President
Mona J. Luce	Assistant Vice President
Douglas K. Lumpkin	Assistant Vice President
Palma C. Macrane	Assistant Vice President
Michael D. Margiotta	Assistant Vice President
Penney M. McChrystal	Assistant Vice President
Marian M. McClelland	Assistant Vice President
Donna M. McConnell	Assistant Vice President
Marla J. McCord	Assistant Vice President
William F. McCullough	Assistant Vice President
Joseph F. McKee	Assistant Vice President
Richard A. Michalsen	Assistant Vice President
Jo A. Mikolich-Young	Assistant Vice President
Fairrell D. Myrick	Assistant Vice President
James P. Nauer	Assistant Vice President
William B. Nelson	Assistant Vice President
James C. Newton Jr.	Assistant Vice President
Steven C. Novak	Assistant Vice President
Gloria J. Novesl	Assistant Vice President
George A. Nye Jr.	Assistant Vice President
Joan J. O'Brien	Assistant Vice President
Michael R. O'Brien	Assistant Vice President
Anthony P. Palbicko, Jr.	Assistant Vice President
A. Joseph Pallardy	Assistant Vice President
Jeanne Fanshler Patterson	Assistant Vice President
Cecelia A. Pierro	Assistant Vice President
Jill A. Pietrzak	Assistant Vice President
Larry R. Rainwater	Assistant Vice President
Claudia A. Rathbun	Assistant Vice President
Ross R. Reynolds	Assistant Vice President
Michele C. Sarvino	Assistant Vice President
Scott M. Saunders	Assistant Vice President
Susan Scannapieco	Assistant Vice President
Sandra P. Scheuerman	Assistant Vice President
Dorothy R. Schroder	Assistant Vice President
Meredith P. Shian	Assistant Vice President
Laura B. Sims	Assistant Vice President
Thelma E. Sisk	Assistant Vice President
Paul W. Smith	Assistant Vice President
Rosemary M. Speiser	Assistant Vice President
Greg L. Steffe	Assistant Vice President
Valerie J. Stuart	Assistant Vice President
Raymond Subers	Assistant Vice President
Elizabeth S. Thomson	Assistant Vice President
Judith A. Tobler	Assistant Vice President
Steven E. Toub	Assistant Vice President
Sandra M. Turney	Assistant Vice President
Philip P. Orso	Assistant Vice President
Michael J. Vargon, III	Assistant Vice President
James A. Walters	Assistant Vice President
Michael J. Weidner	Assistant Vice President
Glenda Wertz	Assistant Vice President
Susan D. West	Assistant Vice President
Darella E. White	Assistant Vice President
Eugene Winehillar	Assistant Vice President
Jeanette B. Wooten	Assistant Vice President

Richard E. Wright
Nicholas Wulderk
Susan M. Young (Creme)
Edgar L. Youngblood
Todd W. Zeller
Frank F. Zipf, II
Sharyn A. Ashman
Joseph P. Jodlowski
Mary E. Lacey
Kathryn S. Emerson
Susan Fyda
Jerome S. Manner

Arlene Jeschke
Catherine M. Lyczko
Lori A. Petrusaitis

Assistant Vice President
Assistant Vice President
Assistant Vice President
Assistant Vice President
Assistant Vice President
Assistant Vice President
Assistant Controller
Assistant Treasurer
Assistant Treasurer
Assistant Secretary - Licensing
Assistant Vice President - Tax
Vice President & Assistant Secretary
- Law
Secretary - Law
Assistant Secretary - Law
Assistant Secretary - Licensing

8. STATEMENT OF FINANCIAL CONDITION (Required by A.R.S. §10-125.A.9.)

Complete the following Balance Sheet; OR

- attach a copy of Schedule L, Form 1120 filed with either the Internal Revenue Service or Arizona Department of Revenue; OR
- attach a copy of the corporation's financial statement as provided to shareholders pursuant to A.R.S. §10-052.E. Books and Records; OR
- attach a copy of your Financial Report to Shareholders as required by A.R.S. §10-127; OR
- If no business conducted this fiscal year, so state.

BALANCE SHEET**ASSETS**

Current Assets:

Cash	\$ 0
Trade notes and accounts receivable (less allowance for bad debts)	67,855,036
Inventories	
Other current assets	4,307,184
Total Current Assets	\$ 72,162,220
Investments	231,974,560
Land, buildings and other fixed assets (net of accumulated depreciation)	20,726,772
Intangible assets (net of amortization)	0
Loans to shareholders	
Other assets	191,289,201
Total Assets	\$ 516,152,753

LIABILITIES AND OWNERS' EQUITY

Current Liabilities:

Accounts Payable	\$ 140,307,250
Mortgages, notes, bonds (payable in less than 1 year)	440,037
Other current liabilities	177,726,949
Total current liabilities	\$ 318,474,236
Mortgages, notes, bonds (payable in more than 1 year)	
Loans from shareholders	
Other liabilities	44,501,953
Total Liabilities	\$ 362,976,189

Capital stock: (a) Preferred stock
(b) Common stock

	5,454,418
Paid-in-or capital surplus	85,268,950
Less cost of treasury stock	(93,041)
Retained earnings	62,546,287

Total Capital \$ 153,176,564**TOTAL LIABILITIES AND EQUITY** \$ 516,152,753

9.A. CERTIFICATE OF DISCLOSURE (A.R.S. §10-128)

Has any person serving either by election or appointment as officers, directors, trustees, incorporators and persons controlling or holding more than 10% of the issued and outstanding common shares or 10% of any other proprietary, beneficial or membership interest in the corporation:

1. Been convicted of a felony involving a transaction in securities, consumer fraud or antitrust in any state or federal jurisdiction within the seven year period immediately preceding the execution of this certificate;
2. Been convicted of a felony, the essential elements of which consisted of fraud, misrepresentation, theft by false pretenses or restraint of trade or monopoly in any state or federal jurisdiction within the seven year period immediately preceding execution of this certificate;
3. Been or are subject to an injunction, judgment, decree or permanent order of any state or federal court entered within the seven year period immediately preceding execution of this certificate where such injunction, judgment, decree or permanent order:

- (a) involved the violation of fraud or registration provisions of the securities laws of that jurisdiction, or
- (b) involved the violation of the consumer fraud laws of that jurisdiction, or
- (c) involved the violation of the antitrust or restraint of trade laws of that jurisdiction?

YES _____

NO ☒

If "YES", the following information must be submitted as an attachment to this report for each person subject to one or more of the actions stated in Items 1. through 3. above.

- | | |
|---|---|
| 1. Full name and prior names used. | 5. Date and location of birth. |
| 2. Full birth name. | 6. Social Security Number |
| 3. Present home address. | 7. The nature and description of each conviction or judicial action; the date and location; the court and public agency involved, and the file or cause number of the case. |
| 4. Prior addresses (for immediate preceding 7 year period). | |

9.B. STATEMENT OF BANKRUPTCY (A.R.S. §10-128.01)

Are you currently in federal bankruptcy proceedings, and if so, under which chapter of federal bankruptcy law is the action filed and on what date?

Yes _____ Chapter _____ Date Filed _____ Case Number _____ No _____

10. This report must be executed by the corporation and attested by its president, a vice-president, secretary, assistant secretary or treasurer. (If the corporation is in the hands of a receiver or trustee, it shall be executed on behalf of the corporation.)

I DECLARE, UNDER PENALTY OF LAW, THAT ALL CORPORATE INCOME TAX RETURNS REQUIRED BY TITLE 43 OF THE ARIZONA REVISED STATUTES HAVE BEEN FILED WITH THE ARIZONA DEPARTMENT OF REVENUE.

I further declare under penalty of law that I (we) have examined this report and the certificate, including any attachments, and to the best of my (our) knowledge and belief they are true, correct and complete.

By [Signature] Date 5/6/97 By _____ Date _____

Title ASST VP - TAX Title _____