

814968

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

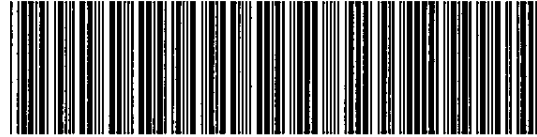
(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA

FILED

Name Change

12/26/06

De

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: IDS Life Insurance Company
(Name of Corporation)

DOCUMENT NUMBER: 814968

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

June Stracener
(Name of Contact Person)

Mitchell, Williams Selig, Gates & Woodyard, PLLC
(Firm/Company)

425 West Capital Avenue, Suite 1800
(Address)

Little Rock, AR 72201-3525
(City/State and Zip Code)

For further information concerning this matter, please call:

June Stracener at (501) 370-4225
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$35.00 Filing Fee
- \$43.75 Filing Fee & Certificate of Status
- \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)
- \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Sir or Madam -
* Can you please return the Certificate of Status to me via Federal Express? You are welcome to use our Fed Ex # 0722-0362-3. We need it ASAP to provide to the Florida Insurance Department. Thank you!
June

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

814968

(Document number of corporation (if known))

1. IDS Life Insurance Company
(Name of corporation as it appears on the records of the Department of State)
2. Minnesota (Incorporated under laws of) 3. 12/30/1960 (Date authorized to do business in Florida)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? ^{To become effective 12/31/06} *(Recorded by MN Secretary of State on 6/23/08 and certified by MN Dept. of Commerce on 10/26/08)*

5. RiverSource Life Insurance Company
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

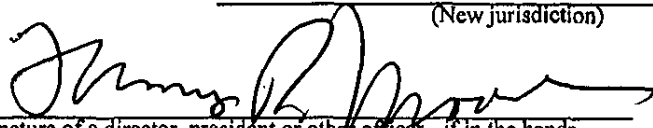
(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)


(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Thomas P. Moore
(Typed or printed name of person signing)

Corporate Secretary
(Title of person signing)

118-AA

DC-CN

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
IDS LIFE INSURANCE COMPANY**

Adopted in accordance with the provisions of Section 300.45
of the Minnesota General Corporation Laws.

We, Timothy V. Bechtold, President, and Thomas R. Moore, Secretary, of IDS Life Insurance Company, a corporation existing under the laws of the State of Minnesota, do hereby certify over the seal of said Corporation that the following resolution amending the Certificate of Incorporation of said Corporation was duly adopted by the sole stockholder of said Corporation by an action in writing, signed in the City of Minneapolis, County of Hennepin, on April 15, 2006:

RESOLVED, that Ameriprise Financial, Inc., the sole shareholder of IDS Life Insurance Company, consents to the amendment of the Certificate of Incorporation of IDS Life Insurance Company by striking Article I of the Certificate of Incorporation of IDS Life Insurance Company in its entirety, and replacing it with a new Article I to read as follows:


ARTICLE I

The name of this Corporation shall be RiverSource Life Insurance Company.

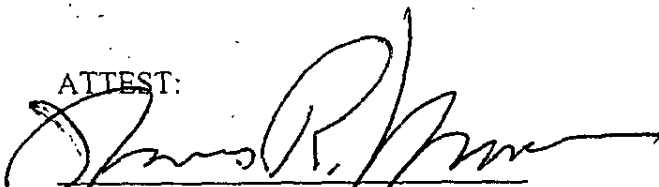
FURTHER RESOLVED, that the amendment of the Certificate of Incorporation of IDS Life Insurance Company shall become effective at 11:59 P.M., Central Time, on the 31st day of December, 2006.

IN WITNESS WHEREOF, we have executed this Certificate and caused the seal of the Corporation to be hereunto affixed this 15th day of April, 2006, the amendment stated herein to be effective at 11:59 P.M., Central Time, on the 31st day of December, 2006.

IDS LIFE INSURANCE COMPANY

By: 
Timothy V. Bechtold, President

ATTEST:


Thomas R. Moore, Secretary

ACKNOWLEDGMENT

STATE OF MINNESOTA

COUNTY OF HENNEPIN

I, the undersigned, a Notary Public, within and for the county and state aforesaid, do hereby certify that on this 15th day of April, 2006, personally appeared before me Timothy V. Bechtold and Thomas R. Moore, who, being by me first duly sworn, declared that they are the President and Secretary, respectively, of IDS Life Insurance Company, that they signed the foregoing document as President and Secretary, respectively, of said Company, and that the statements therein contained are true.

Lisa B. Larson
Notary Public

My Commission Expires:

Jan 31, 2010



DEPARTMENT OF COMMERCE APPROVAL

The foregoing Certificate of Amendment of the Certificate of Incorporation is hereby approved this 22 day of June, 2006.

Kevin M. Murphy
Signature

Name: Kevin M. Murphy

Title: Deputy Commissioner

STATE OF MINNESOTA
DEPARTMENT OF COMMERCE
I hereby certify that this is a true
and complete copy of the document as
filed for record in this office.

Dated 10/26/06
Commissioner of Commerce
By: Mary Beaudin

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED
JUN 23 2006
Mary Hoffmeyer
Secretary of State