

820368

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

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CORPORATION DIVISION
TALLAHASSEE FL 32309

19 SEP -4 PM 1:48

SEP -5
C

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

RECEIVED
CORPORATION SERVICE COMPANY
AUG 22 2019
11:44 AM

ACCOUNT NO. : I20000000195
REFERENCE : 892327 4610148
AUTHORIZATION : *[Signature]*
COST LIMIT : \$ 70.00

ORDER DATE : August 21, 2019

ORDER TIME : 11:40 AM

ORDER NO. : 892327-010

CUSTOMER NO: 4610148

FOREIGN FILINGS

NAME: LIBERTY LIFE ASSURANCE COMPANY
OF BOSTON

XX___ CORPORATE
___ LIMITED PARTNERSHIP
___ LIMITED LIABILITY COMPANY

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

___ CERTIFIED COPY
XX___ PLAIN STAMPED COPY
___ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Amanda Robinson -- EXT# 62968

EXAMINER: _____

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)

820368

(Document number of corporation (if known))

RECEIVED
SEP 16 2010
FLORIDA
SECRETARY OF STATE

1. Liberty Life Assurance Company of Boston

(Name of corporation as it appears on the records of the Department of State)

2. New Hampshire

(Incorporated under laws of)

3. 08/16/2010

(Date authorized to do business in 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? 9/1/2019

5. Lincoln Life Assurance Company of Boston

(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.

n/a

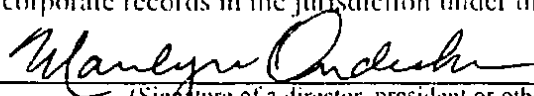
(New duration)

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

n/a

(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.



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

Marilyn Onderker

(Typed or printed name of person signing)

Assistant Secretary

(Title of person signing)



State of New Hampshire

Department of State



9/3/2019 9:21:56 AM

Corporation Service Company
10 Ferry St., Suite 313
Concord, NH 03301

Enclosed is the acknowledgment copy of your filing. It acknowledges this office's receipt and successful filing of your documents.

Should you have any questions, you may contact the Corporation Division at the phone number or email address below. Please reference your Business ID Number when contacting our office.

Please visit our website for helpful information regarding all your business needs.

Sincerely,
Corporation Division

Business ID: 632067
Filing No: 4575082

State of New Hampshire

Department of State

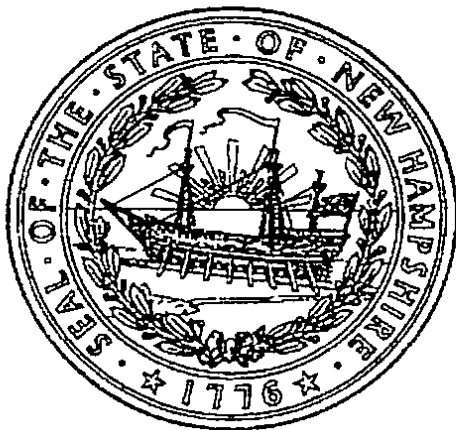
OFFICE OF SECRETARY OF STATE

CERTIFIED COPY

I, David M. Scanlan, Deputy Secretary of State of the State of New Hampshire, do hereby certify that the attached is a true copy of AMENDMENT(08/02/2019) as a New Hampshire Insurance Company of LINCOLN LIFE ASSURANCE COMPANY OF BOSTON previously LIBERTY LIFE ASSURANCE COMPANY OF BOSTON as filed in this office and held in the custody of the Secretary of State. Documents may be subject to redactions according to New Hampshire RSA 91A.

Business ID: 632067

Certificate Number: 4575082



IN TESTIMONY WHEREOF,
I hereto set my hand and cause to be affixed
the Seal of the State of New Hampshire,
this 3rd day of September A.D. 2019.

A handwritten signature in black ink, appearing to read "David M. Scanlan", is written over a horizontal line.

David M. Scanlan
Deputy Secretary of State

State of New Hampshire

Filing fee: \$35.00
Use black print or type.

Filed
Date Filed : 08/02/2019 04:30
Effective Date : 09/01/2019 12:0
Filing # : 4561643 Pages
Business ID : 632067
William M. Gardner
Secretary of State
State of New Hampshire
Form 14

RSA 293-A:10.06

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION

PURSUANT TO THE PROVISIONS of the New Hampshire Business Corporation Act, the undersigned corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: The name of the corporation is Liberty Life Assurance Company of Boston

SECOND: The text of each amendment adopted is:

The name of the Corporation shall be: Lincoln Life Assurance Company of Boston

THIRD: If the amendment provides for an exchange, reclassification or cancellation of issued shares, the provisions for implementing the amendment(s), if not contained in the above amendment per RSA 293-A:10(3) and RSA 293-A:1.20(j)(5), are:

N/A

FOURTH: The amendment(s) were adopted on March 28, 2019 (to be effective as of September 1, 2019).
(date)

[If more space is needed, attach additional sheet(s)]

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION

Form 14
(Cont.)

FIFTH: (Check one)

- A. ☐ The amendment(s) were adopted by the incorporators or board of directors without shareholder action and shareholder action was not required.
- B. ☐ The amendment(s) were approved by the shareholders.
- C. ☒ If shareholder action was required, the number cast for the amendment(s) by each voting group was sufficient for approval by each voting group. (Note 1)

Liberty Life Assurance Company of Boston

(Note 2)

(Corporate name)

Eric B. Wilmer

(Note 3)

(Signature)

Eric B. Wilmer

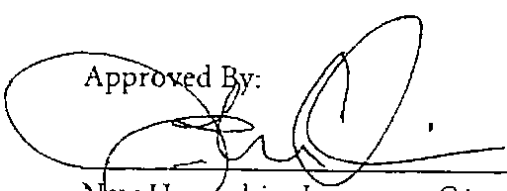
(Print or type name)

Asst. V.P. & Sr. Counsel

(Note 3)

(Title)

Date signed: 3-29-2019

Approved By: 

New Hampshire Insurance Commissioner

Date: 04/05/19

Notes: 1. See RSA 293-A:1.40 for definition of voting group.

2. Exact corporate name of corporation adopting articles of amendment.

3. Signature and title of person signing for the corporation. Must be signed by chairman of the board of directors, president or other officer, or see RSA 293-A:1.20 (f) for alternative signatures.

DISCLAIMER: All documents filed with the Corporation Division become public records and will be available for public inspection in either tangible or electronic form.

Mailing Address - Corporation Division, NH Dept. of State, 107 N Main St, Rm 204, Concord, NH 03301-4989
Physical Location - State House Annex, 3rd Floor, Rm 317, 25 Capitol St, Concord, NH

LIBERTY LIFE ASSURANCE COMPANY OF BOSTON

Secretary's Certificate

I, Marilyn K. Ondecker, do hereby certify that I am the duly elected and qualified Assistant Secretary of Liberty Life Assurance Company of Boston (the "Company"), a New Hampshire corporation, and that the following is a true and correct copy of a resolution duly adopted by the Board of Directors of the Company, on March 28, 2019 and that such resolution is in full force and effect as of the date hereof:

"WHEREAS, The Board of Directors believes it is advisable and in the best interests of the Company and its shareholder that the Articles of Incorporation of the Company be amended to change the name of the Company and that the Bylaws of the Company be amended to reflect the new name.

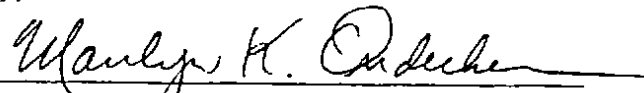
RESOLVED, That, subject to shareholder approval and upon receipt of any necessary regulatory approvals, the Articles of Incorporation of the Company be amended by Articles of Amendment as follows:

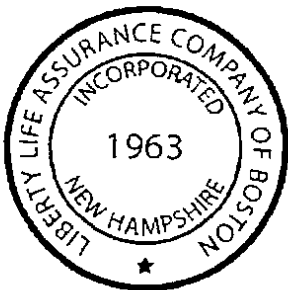
"The name of the Corporation shall be Lincoln Life Assurance Company of Boston."

RESOLVED FURTHER, That, subject to shareholder approval and upon receipt of any necessary regulatory approvals, the amended and restated bylaws attached hereto as Exhibit A are approved and adopted as the Bylaws of the Company.

RESOLVED FURTHER, That the officers of the Company are authorized to take such other action as is necessary or desirable to effect the intent of this resolution."

In witness whereof, I have hereunto affixed my name as Assistant Secretary of said Company this 29th day of March, 2019.


Marilyn K. Ondecker



LIBERTY LIFE ASSURANCE COMPANY OF BOSTON

Secretary's Certificate

I, Marilyn K. Ondecker, do hereby certify that I am the duly elected and qualified Assistant Secretary of Liberty Life Assurance Company of Boston (the "Company"), a New Hampshire corporation, and that the following is a true and correct copy of a resolution duly adopted by the Shareholder of the Company, on March 28, 2019 and that such resolution is in full force and effect as of the date hereof:

"WHEREAS, Pursuant to a resolution adopted by the Board of Directors on March 28, 2019, the Board of Directors has proposed that the Articles of Incorporation of the Company be amended to change the name of the Company, and the Bylaws of the Company be amended and restated in order to reflect the new name.


RESOLVED, That, upon receipt of any necessary regulatory approvals, the Articles of Incorporation of the Company be amended by Articles of Amendment as follows:

"The name of the Corporation shall be Lincoln Life Assurance Company of Boston."

RESOLVED FURTHER, That, upon receipt of any necessary regulatory approvals, the amended and restated bylaws attached hereto as Exhibit A are approved and adopted as the Bylaws of the Company.

RESOLVED FURTHER, That the officers of the Company are authorized to take such other action as is necessary or desirable to effect the intent of this resolution."

In witness whereof, I have hereunto affixed my name as Assistant Secretary of said Company this 29th day of March, 2019.


Marilyn K. Ondecker

