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Florida Department of State
Division of Corporations
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

06 APR 11 AM 10:01

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COR AMND/RESTATE/CORRECT OR O/D RESIGN

HIGHMARK LIFE INSURANCE COMPANY

RECEIVED
06 APR 11 AM 8:00
DIVISION OF CORPORATIONS

Certificate of Status	1
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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)

(Document number of corporation (if known))

1. Highmark Life Insurance Company

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

2. Connecticut

(Incorporated under laws of)

3. _____

(Date authorized to do business in Florida)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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? April 1, 2006

5. EM 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)

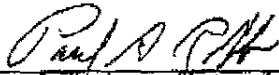
6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

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

Pennsylvania

(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)

Paul A. Robb

(Typed or printed name of person signing)

Secretary

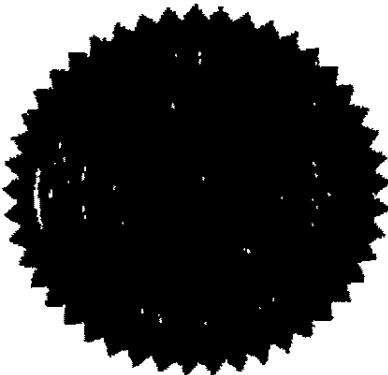
(Title of person signing)

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE

April 10, 2006

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING;

I DO HEREBY CERTIFY, That from an examination of the indices and records of this department, it appears that Articles of Amendment were filed pursuant to the laws of the Commonwealth of Pennsylvania on February 3, 2006 for HIGHMARK LIFE INSURANCE COMPANY, a Pennsylvania corporation, incorporated September 16, 2002, whereby the corporate name was changed to HM LIFE INSURANCE COMPANY.



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written.

Paul A. Cantor

Secretary of the Commonwealth



State of Connecticut
Insurance Department

This is to Certify, that

- the redomestication of Highmark Life Insurance Company, a Connecticut Company, to the State of Pennsylvania, is approved. The effective date of the redomestication will be the date the attached *Certificate of Redomestication* is filed with the office of the Connecticut Secretary of State, or some stated date in the future.

Witness my hand and official seal, at HARTFORD,

this 22nd day of September, 2003

A handwritten signature in cursive script that reads "Susan F. Cogswell".

Insurance Commissioner

CERTIFICATE OF REDOMESTICATION INSURANCE COMPANY REDOMESTICATION FROM CONNECTICUT

Office of the Secretary of the State
30 Trinity Street / P.O. Box 150470 / Hartford, CT 06115-0470 / Rev. 12/1999

Space For Office Use Only

1. NAME OF CONNECTICUT INSURANCE COMPANY:

Highmark Life Insurance Company

2. STATE TO WHICH THE INSURANCE COMPANY IS REDOMESTICATING: Pennsylvania

3. APPROVALS:

The corporation's redomestication was approved by the Insurance Commissioner of the State of Connecticut as demonstrated by such Commissioner's Certificate of Approval included herewith.

The corporation's redomestication to Connecticut was further approved by the Insurance Commissioner of the State of Pennsylvania (effective October 1, 2003)
(State to which corporation is redomesticating)

4. VOTE INFORMATION: (check and complete A. or B.)

A. The insurance company has authority to issue capital stock. The resolution of redomestication was adopted by its board of directors and approved by its shareholders as follows (provide at minimum the total number of shareholder votes cast in favor of the resolution and the total number of votes cast against the resolution or, if no shareholder approval was required, provide a statement to that effect):

Refer to attached resolutions

B. The corporation is a mutual insurance company. The resolution of redomestication was adopted by its board of directors and approved by its members as follows (provide at minimum the total number of member votes cast in favor of the resolution and the total number of votes cast against the resolution or, if no membership approval was required, provide a statement to that effect):

5. EXECUTION:

Signed this 22ND day of August, 2003.

PAUL A. ROBE

Print or type name of signatory

SECRETARY

Capacity of signatory

Paul A. Robe

Signature