

F95000003879

The **Guidant**TM
Insurance Group

Valuing Customers As Partners

Carol Curnes, Legal Department
P.O. Box 65721
West Des Moines, Iowa 50265-0721

January 29, 1999

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-02/02/99--01082--003
105.00 **52.50

Department of State
Attn: Amendment Section
Div. of Corporations
409 East Gaines St.
Tallahassee, FL 32399

Re: Name Change Filings for The Guidant Insurance Group

Effective February 1, 1999

99 FEB -1 18
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

One corporation and five insurance companies domiciled in the county of Polk and the state of Iowa, and licensed to do business in your state are seeking approval to change their names from:

Guidant Financial Group, Inc.	to	GuideOne Financial Group, Inc.
Guidant Life Insurance Company	to	GuideOne Life Insurance Company
Guidant America Insurance Company	to	GuideOne America Insurance Company
Guidant Elite Insurance Company	to	GuideOne Elite Insurance Company
Guidant Mutual Insurance Company	to	GuideOne Mutual Insurance Company
Guidant Specialty Mutual Insurance Company	to	GuideOne Specialty Mutual Insurance Company

Enclosed please find original and certified documents requested by the Secretary of State's office for a new Certificate of Status reflecting the new name. We are seeking approval on or about February 1, 1999. Please date stamp a copy of the cover letter and return it in the self-addressed stamped envelope provided for your convenience.

TUE FEB 8 1999

Guidant Mutual Insurance Company
Guidant Specialty Mutual Insurance Company
Guidant Life Insurance Company
Guidant Elite Insurance Company
Guidant Casualty Insurance Company
Guidant Lloyds Insurance Company
Guidant America Insurance Company

You will find the following documents for each company:

- ◆ Application for Amended Certificate of Status;
- ◆ Certified Copy of Amended Articles;
- ◆ Checks for Fee to Process Application.

If you have any questions or need additional information, please contact Carol Curnes at 515-267-5728.

Very truly yours,



Carol A. Curnes
Legal Assistant

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)

99 FEB 27 PM 1:18
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Guidant America Insurance Company
Name of corporation as it appears on the records of the Department of State.
2. Iowa 3. 8/11/95
Incorporated under laws of 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? 1/22/99 approval for a 2/1/99 effective date
5. GuideOne America 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.

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

Thomas C. Farr

Typed or printed name

1/28/99

Date

Secretary

Title

197094

**SPECIAL MEETING OF THE SHAREHOLDERS ADOPTING
AMENDMENT TO THE ARTICLES OF INCORPORATION
OF GUIDANT AMERICA INSURANCE COMPANY**

RECEIVED
SECRETARY OF STATE
IOWA
99 JAN 22 PM 3:06

523305 AMEN10 \$50.00 KDD

A Special Meeting of the Shareholders of Guidant America Insurance Company was held at 10:00 a.m., Wednesday December 23, 1998, at 1111 Ashworth Road, West Des Moines, Iowa. All Shareholders were represented at said meeting and all notice requirements were waived by assent of the Shareholders. The following Amendment was adopted by a unanimous vote of Shareholders present or represented:

RESOLVED,

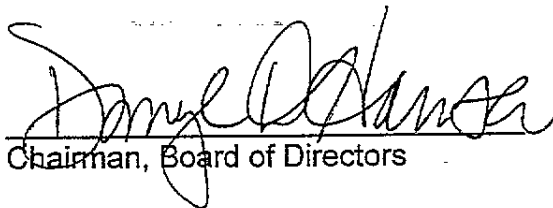
That Article I of the Articles of Incorporation of Guidant America Insurance Company be amended as follows:

ARTICLE I


The name of the corporation is GuideOne America Insurance Company

This amendment shall become effective February 1, 1999.

WHEREFORE, pursuant to the foregoing action of the Special Meeting of said corporation, I the Chairman of the Board of Directors of said corporation have executed this instrument and do hereby sign and acknowledge the same for and on behalf of the said corporation this 23rd day of December, 1998.


Chairman, Board of Directors

Attest:


Secretary

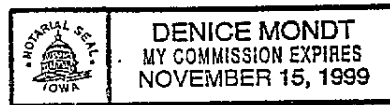
STATE OF IOWA)
)
COUNTY OF POLK)

SS

BE IT REMEMBERED that on this 23rd day of December, 1998, before me, a Notary Public in and for said County and State, personally appeared Darryl D. Hansen, who being duly sworn did say that he is the Chairman of the Board of Directors of Guidant America Insurance Company, West Des Moines, Iowa, and that the foregoing instrument was signed on behalf of said corporation by authority of its shareholders and that he acknowledged said instrument to be the voluntary act and deed of said corporation by them voluntarily executed.

Denice Mondt

NOTARY PUBLIC, STATE OF IOWA



**CERTIFICATE OF APPROVAL
ATTORNEY GENERAL**

Pursuant to provisions of the Iowa Code, the undersigned approves the Amendment to the Articles of Incorporation (adopted December 23, 1998) for Guidant America Insurance Company and finds them in conformance with the laws of the United States and with the laws and Constitution of the State of Iowa.

THOMAS J. MILLER
Attorney General of Iowa

1-19-99
Date

By: *Scott M. Galenbeck*
SCOTT GALENBECK
Assistant Attorney General

**CERTIFICATE OF APPROVAL
COMMISSIONER OF INSURANCE**

Pursuant to the provisions of the Iowa Code, the undersigned approves the Amendment to the Articles of Incorporation (adopted December 23, 1998) for Guidant America Insurance Company.

THERESE M. VAUGHN
Commissioner of Insurance

1.19.99
Date

By: *Robert L. Howe*
ROBERT L. HOWE
Deputy Commissioner of Insurance

FILED
IOWA
SECRETARY OF STATE
1-22-97
3:06 pm
W203931

00593



395

BY: David B. Wills
Secretary of State

DATED: January 25, 1999

to and including the date below.

Office beginning 2008 day of January
1999

I hereby certify that this is a true and complete
document(s) in which the seal is affixed as filed in this

STATE OF IOWA
Secretary of State Office
8768

