

K26423

reassurance company of
hannover

Secretary of State
Division of Corporations
Amendment Filing
409 E. Gaines Street
Tallahassee, Florida 32399

September 2, 1999

RE: Amendment to Articles of Incorporation: Name Change

500002977035--6
-09/02/99--01060--005
*****35.00 *****35.00

Dear Madam or Sir:

To effect the enclosed amendment to the Articles of Incorporation of Reassurance Company of Hannover, enclosed are:

1. Articles of Amendment to the Articles of Incorporation of Reassurance Company of Hannover as approved by Insurance Commissioner; and
2. Written Consent of the Board of Directors of Reassurance Company of Hannover approving the Articles of Amendment; and
3. Written Consent of the Sole Shareholder of Reassurance Company of Hannover approving the Articles of Amendment; and
4. A check payable to the Secretary of State in the amount of \$35 representing the statutory filing fee for the Articles of Amendment.

FILED
00 JAN 10 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
EFFECTIVE DATE
4/1/2000

Please process the Articles of Amendment in accordance with Florida law. If you have any questions regarding this matter, please do not hesitate to contact me.

Yours truly,

Dennis D. Braziel

Dennis D. Braziel, CPA
Senior Vice President and Treasurer

~~099-20997~~

Amend. & N/c



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

September 13, 1999

DENNIS D. BRAZIEL, CPA
REASSURANCE COMPANY OF HANNOVER
800 N. MAGNOLIA AVE., STE. 1000
ORLANDO, FL 32803-3251

SUBJECT: REASSURANCE COMPANY OF HANNOVER
Ref. Number: K26423

We have received your document for REASSURANCE COMPANY OF HANNOVER and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must have original signatures.

The effective date cannot be prior to or more than 90 days after the date of filing in this office.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 899A00045120

*Per letter
attached with
ref: 12 2000
(98)*

Ms. Velma Shepard
Florida Department of State
Division of Corporation
P.O. Box 6327
Tallahassee, Florida 32314

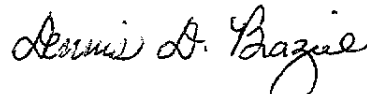
Re: K26423

Dear Ms. Shepard:

Thank you for your letter of September 13. RCH would like to withdraw its amendment filing at this time. We will file again in January, 2000 in order to comply with the 90 day requirement.

Your assistance is sincerely appreciated.

Yours Truly,



Dennis D. Braziel, CPA
Senior Vice President & Treasurer

Ms. Velma Shepard
Secretary of State
Division of Corporations
Amendment Filing
409 E. Gaines Street
Tallahassee, Florida 32399

January 4, 2000

RE: Amendment to Articles of Incorporation: Name Change

Dear Ms. Shepard:

To effect the enclosed amendment to the Articles of Incorporation of Reassurance Company of Hannover, enclosed are:

1. Articles of Amendment to the Articles of Incorporation of Reassurance Company of Hannover as approved by Insurance Commissioner; and
2. A check payable to the Secretary of State in the amount of \$35 representing the statutory filing fee for the Articles of Amendment.

Returned

Please process the Articles of Amendment in accordance with Florida law. If you have any questions regarding this matter, please do not hesitate to contact me.

Yours truly,

Dennis D. Brazier

Dennis D. Brazier, CPA
Senior Vice President and Treasurer

AMENDMENT III
ARTICLES OF INCORPORATION
OF
REASSURANCE COMPANY OF HANNOVER

FILED
00 JAN 10 PM 5:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
4/1/2000

On August 2, 1999, the Board of Directors and sole Shareholder of Reassurance Company of Hannover unanimously approved and consented to the adoption of the following amendment to the Articles of Incorporation, as originally filed on June 16, 1988, amended on November 8, 1988 and March 14, 1991, to be effective April 1, 2000.

ARTICLE I

As Amended March 14, 1991:

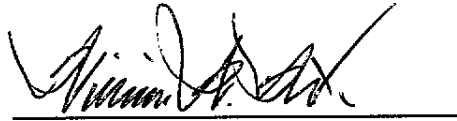
NAME: The name of this corporation is Reassurance Company of Hannover, with its principal place of business at the City of Orlando, Orange County, State of Florida located at Suite 151, 3751 Maguire Boulevard.

Amended

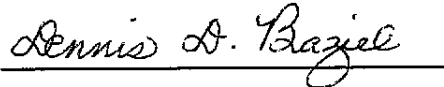
NAME: The name of this corporation is HANNOVER LIFE REASSURANCE COMPANY OF AMERICA, with its principal place of business at the City of Orlando, Orange County, State of Florida located at Suite 1400, 800 North Magnolia Avenue.

IN WITNESS WHEREOF, the undersigned has executed this amendment to the Articles of Incorporation this 3rd day of January, 2000.

CORPORATE
SEAL



William W. Walker, President



Dennis D. Braziel, Secretary

Acknowledged by:



Steven B. Najjar

Vice President & General Counsel

(STATE OF FLORIDA)

(COUNTY OF ORANGE)

Before me, a notary public authorized to take acknowledgements in the State and County set forth above, personally, appeared DENNIS D. BRAZIEL, STEVEN B. NAJJAR, and WILLIAM W. WALKER, known to me and known by me to be the person who executed the foregoing amendment to the Articles of Incorporation and he acknowledged before me that he executed/acknowledged the amendment.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal in the State and County aforesaid this 3RD day of JANUARY, 2000.




Notary Public JEAN M. FAY

My commission expires: 6/14/03