

P06309

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04 JUN 30 4 06 PM '04
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Prudential Financial

Gina R. Wardlow, Esq.
Manager, Compliance
Prudential Retirement

The Prudential Insurance Company of America
200 Wood Avenue, S, Iselin NJ 08830
Tel 732 482-6301 Fax 732 482-8034
gina.wardlow@prudential.com

June 29, 2004

Via Overnight Mail

Florida Division of Corporations
Amendment Section
409 East Gaines Street
Tallahassee, FL 32399

**RE: Name Change of an Authorized Insurer
CIGNA Life Insurance Company to Prudential Retirement Insurance
and Annuity Company
NAIC#: 93629**

Dear Sir or Madam:

Please be advised that CIGNA Life Insurance Company ("CIGNA Life") intends to change its name to Prudential Retirement Insurance and Annuity Company due to the recent acquisition of CIGNA Life by Prudential Financial, Inc. and The Prudential Insurance Company of America. The transaction was approved by the Connecticut Insurance Department, CIGNA Life's state of domicile. The name change was approved by the Connecticut Insurance Department and the State of Connecticut, Office of the Secretary of the State effective April 20, 2004.


The following documents are enclosed in support of the name change application:

- Completed Florida Transmittal Letter;
- Completed form titled "Application by Foreign Profit Corporation to File Amendment to Application for Authorization to Transact Business in Florida" required by your Department;
- Certified copy of the Amendment to the Articles of Incorporation of CIGNA Life reflecting the new name;
- Filing fee in the amount of \$35.00 (Check No 3050118747); and
- Self-addressed envelope for the issuance of the amended Florida Certificate of Status.

In an effort to effect a seamless transition of the name change in all 50 states and the District of Columbia, the intended date for use of the new name in Florida is August 1, 2004. Accordingly, we respectfully request an expedited review of the application.

Should you have any questions regarding this application, please contact me at (732) 482-6301.

Regards,



Gina R. Wardlow

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)

04 JUN 30 14 9:09
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(Document number of corporation (if known))

1. CIGNA Life Insurance Company
(Name of corporation as it appears on the records of the Department of State)
2. Connecticut 3. June 4, 1985
(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? April 20, 2004
5. Prudential Retirement Insurance and Annuity 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)

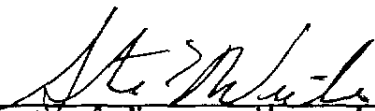
N/A
(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

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)


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

6-18-04
(Date)

Stephen E. Wieler
(Typed or printed name of person signing)

Secretary
(Title of person signing)

**CERTIFICATE OF AMENDMENT
STOCK CORPORATION**

Office of the Secretary of the State
30 Trinity Street / P.O. Box 150470 / Hartford, CT 06115-0470 / Rev. 07/01/2003

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FILING #0002719300 PG 01 OF 03 VOL B-00649
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SECRETARY OF THE STATE
CONNECTICUT SECRETARY OF THE STATE

1. NAME OF CORPORATION

CIGNA Life Insurance Company

2. THE CERTIFICATE OF INCORPORATION IS (check A, B or C)

- A. AMENDED**
 B. RESTATED
 C. AMENDED AND RESTATED

The restated certificate consolidates all amendments into a single document.

3. TEXT OF EACH AMENDMENT / RESTATEMENT

RESOLVED: That Section 1 of the Restated Certificate of Incorporation (Charter) of the Company is amended to change its name to Prudential Retirement Insurance and Annuity Company.

RESOLVED: That Section 1 of the Restated Certificate of Incorporation (Charter) shall be amended to read in its entirety as follows:

"Section 1. The Prudential Retirement Insurance and Annuity Company is created a body politic and corporate and under that name shall have all the powers granted by the general statutes, as now enacted or hereafter amended, to corporations formed under the Connecticut Business Corporation Act."

(Please reference an 8 1/2 X 11 attachment if additional space is needed)

4. VOTE INFORMATION (check A, B or C)


A. The amendment was approved by shareholders in the manner required by sections 33-600 to 33-998 of the Connecticut General Statutes, and by the Certificate of Incorporation.

B. The amendment was approved by the incorporators.
No shareholder approval was required.

C. The amendment was approved by the board of directors.
No shareholder approval was required.

5. EXECUTION

Dated this 31st day of MARCH, 20 04.

<u>John Y. Kim</u>	<u>President</u>	
Print or type name of signatory	Capacity of signatory	Signature



State of Connecticut
Insurance Department

This is to Certify, that the Amendment to the Restated Certificate of Incorporation of CIGNA Life Insurance Company, with respect to the change of name to Prudential Retirement Insurance and Annuity Company, has been reviewed and approved.

Witness my hand and official seal, at HARTFORD,

this 5th day of April, 2004

Susan F. Copwell
Insurance Commissioner

STATE OF CONNECTICUT }
OFFICE OF THE SECRETARY OF THE STATE } SS. HARTFORD

I hereby certify that this is a true copy of record
in this Office

In Testimony whereof, I have hereunto set my hand,
and affixed the Seal of said State, at Hartford,
this 28th day of May A.D. 2004

Susan Bysiewicz
SECRETARY OF THE STATE BVC