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dissolution

OCT 01 2015
D CUSHING

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: STERLING INVESTORS LIFE INSURANCE COMPANY

DOCUMENT NUMBER: P1400008200

The enclosed **Articles of Dissolution** and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

JUNE STRACENER

(Name of Contact Person)

MITCHELL WILLIAMS LAW FIRM

(Firm/Company)

5415 PINNACLE POINT DRIVE, SUITE 500

(Address)

ROGERS, AR 72758

(City/State and Zip Code)

For further information concerning this matter, please call:

JUNE STRACENER

(Name of Contact Person)

at (479) 464-5668

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$35 Filing Fee \$43.75 Filing Fee & Certificate of Status \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)

MAILING ADDRESS:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET ADDRESS:
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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TALLAHASSEE, FL

MITCHELL || WILLIAMS

June Stracener, FLMI
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Rogers, Arkansas 72758-8131
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September 29, 2015

VIA FEDERAL EXPRESS

Ms. Diane Cushing
Senior Section Administrator
Amendment Section
Division of Corporations
2661 Executive Center Circle
Tallahassee, FL 32301

Re: **STERLING INVESTORS LIFE INSURANCE COMPANY**
Document Number P14000008200

Dear Diane:

Thank you again for speaking with me this past week concerning the above captioned company's registration with your Department. As I mentioned on the phone and in my e-mail message of September 18, 2015, another copy of which is enclosed for your convenience, the Company is incorrectly registered as a Florida corporation with your office. On top of that, it recently redomesticated from Georgia to Indiana and was acquired – both effective August 31, 2015.

Pursuant to our telephone conversations, I am enclosing the following documents which I understand your office needs to have all of this corrected in your Department's records:

1. A completed Application by Foreign Corporation for Authorization to Transact Business in Florida. The application has been originally executed by an officer of the Company. The registered agent provided the signed page 1 via e-mail.
2. A completed Articles of Dissolution together with a copy of same for certification (if needed).
3. Our check in the amount of which represents the following:
 - \$ 87.50 filing fee, Certificate of Status and certified copy of the Application form; and
 - \$ 52.50 filing fee, Certificate of Status and certified copy of the Articles of Dissolution.
4. The following certified documents provided by the Indiana Department of Insurance. Note that the Department of Insurance is the entity in Indiana that has ultimate regulatory authority over insurance companies in that state.

Ms. Diane Cushing
September 29, 2015
Page 2

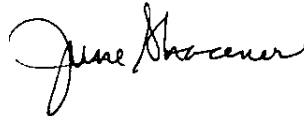
- A Certificate of Compliance (aka Certificate of Existence/Certificate of Good Standing); and
- A certified copy of the Articles of Incorporation for Redomestication which evidences the approval of the redomestication from Georgia to Indiana.

Upon receipt of evidence of that all of this has been corrected in your Department's records, we will need to file that documentation with the Florida Office of Insurance Regulation. Therefore, anything you can do to expedite this request will be greatly appreciated.

If you have any questions or if there is anything further that you need to handle this, please don't hesitate to let me know, Diane. Your courtesy and assistance in this matter is greatly appreciated.

Sincerely,

MITCHELL, WILLIAMS, SELIG,
GATES & WOODYARD, P.L.L.C.



By

June Stracener, FLMI
Paralegal

Enclosures

ARTICLES OF DISSOLUTION

Pursuant to section 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation as currently filed with the Florida Department of State:
STERLING INVESTORS LIFE INSURANCE COMPANY

SECOND: The document number of the corporation (if known): P14000008200

THIRD: The file date of the articles of incorporation: January 27, 2014

FOURTH: (CHECK AT LEAST ONE BOX)

None of the corporation's shares have been issued.

The corporation has not commenced business.


FIFTH: No debt of the corporation remains unpaid.

SIXTH: The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.

SEVENTH: Adoption of Dissolution (CHECK ONE)

A majority of the incorporators authorized the dissolution.

A majority of the directors authorized the dissolution.

Signature: 

(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.)

SCOTT D. MATTHEWS

(Typed or printed name of person signing)

SR. VICE PRESIDENT AND GENERAL COUNSEL

(Title of Person Signing)

Filing Fee: \$35

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