

P21193

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*Name Change
Amen*

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

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**00789, 00641, 00671*

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Advanta Life Insurance Company
Name of Corporation

DOCUMENT NUMBER: P21193

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Cathy Lockett-Conniff
Name of Contact Person

United Prosperity Life Insurance Company
Firm/Company

515 Congress Avenue, Suite 2220
Address

Austin, TX 78701
City/State and Zip Code

clockett@blackdiamondpartners.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Cathy Lockett-Conniff at (512) 450-5022
Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

- \$35.00 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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 24, 2011

Cathy Lockett-Conniff
United Prosperity Life Insurance Company
515 Congress Avenue, Suite 2220
Austin, TX 78701

SUBJECT: ADVANTA LIFE INSURANCE COMPANY
Ref. Number: P21193

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

A certificate or a document of similar import evidencing the amendment must be submitted with the application. The certificate should be authenticated as of a date not more than 90 days prior to delivery of the application to the Department of State by the Secretary of State or other official having custody of the records in the jurisdiction under the laws of which it is incorporated, formed, or organized. A translation of the certificate, under oath or affirmation of the translator, must be attached to a certificate which is not in English.

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) 245-6907.

Annette Ramsey
Regulatory Specialist II

Letter Number: 111A00004697

UNITED PROSPERITY LIFE INSURANCE COMPANY

515 Congress Avenue, Suite 2220
Austin, Texas 78701
Tel: (512) 450-5000 Fax: (512) 473-0582

March 1, 2011

Ms Annette Ramsey, Regulatory Specialist II
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

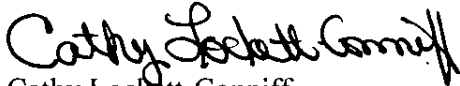
RE: Letter Number 111A00004697; Name change of Advanta Life Insurance Company to
United Prosperity Life Insurance Company NAIC# 80055

Dear Ms. Ramsey:

In accordance with the instructions of your letter of February 24, 2011, enclosed please find the certification of the Articles of Amendment to the Articles of Incorporation from the State of Arizona, Office of the Corporation Commission, approving the above referenced name change.

Should you require additional information, please let me know.

Very truly yours,



Cathy Lockett-Conniff
Secretary/Controller

encs

STATE OF ARIZONA



Office of the
CORPORATION COMMISSION

I, Ernest G. Johnson, Executive Director of the Arizona Corporation Commission, do hereby certify that the attached copy of the following document:

ARTICLES OF AMENDMENT, 11/22/2010

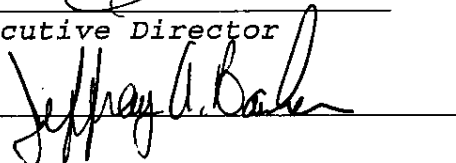
consisting of 4 pages, is a true and complete copy of the original of said document on file with this office for:

UNITED PROSPERITY LIFE INSURANCE COMPANY
ACC file number: -0086167-9

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Arizona Corporation Commission on this date: January 26, 2011.




Executive Director

By: 

NOV 22 2010

ARTICLES OF AMENDMENT

FILE NO. 00861679 Pursuant to A.R.S. §10-1005 and §10-1006

1. The name of the corporation is:

Advanta Life Insurance Company

2. Attached hereto as Exhibit A is the text of each amendment adopted.

3. The amendment does not provide for an exchange, reclassification or cancellation of issued shares.

4. The amendment does provide for an exchange, reclassification or cancellation of issued shares. (Please check either "A" or "B" below.)

A. Exhibit A contains provisions for implementing the exchange, reclassification or cancellation of issued shares provided for therein.

B. Exhibit A does not contain provisions for implementing the exchange, reclassification or cancellation of issued shares provided for therein. Such actions will be implemented as follows:

5. The amendment was adopted the 28th day of October, 2010.

6. The amendment was adopted by the (choose one):

A. Incorporators
(without shareholder action and either shareholder action was not required or no shares have been issued).

B. Board of Directors
(without shareholder action and either shareholder action was not required or no shares have been issued).

C. Shareholders
There is (are) _____ voting groups eligible to vote on the amendment. The designation of voting groups entitled to vote separately on the amendment, the number of votes in each, the number of votes represented at the meeting at which the amendment was adopted and the votes cast for and against the amendment were as follows:

The voting group consisting of _____ outstanding shares of _____ [class or series] stock is entitled to _____ votes. There were _____ votes present at the meeting. The voting group cast _____ votes for approval and _____ votes against approval of the amendment. The number of votes cast for approval of the amendment was sufficient for approval by the voting group.

ARS §10-120F requires that changes to corporation(s) be executed by The Chairman of the Board of Director or by an officer of the corporation.

Dated this 19th day of November, 2010

Signature: Jose Montemayor

Title: President

Printed Name: Jose Montemayor

EXHIBIT A

ARTICLES OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
ADVANTA LIFE INSURANCE COMPANY

ADVANTA Life Insurance Company (the "Corporation"), organized and existing under and by virtue of the Arizona Revised Statutes, does hereby certify as follows:

FIRST: That at a meeting of the Board of Directors of the Corporation resolutions were duly adopted setting forth a proposed amendment of the Articles of Incorporation of the Corporation, declaring said amendment to be advisable. The resolution setting forth the proposed amendment is as follows:

Resolution No. 1 - Name Change

RESOLVED, that pursuant to Article 10-1003 of the Arizona Revised Statutes, the directors of the Corporation deem it advisable to the sole shareholder of the Corporation to change the name of the Corporation to United Prosperity Life Insurance Company and, in connection therewith, to amend the Corporation's Articles of Incorporation by changing Article I thereof so that, as amended, shall be and read as follows:

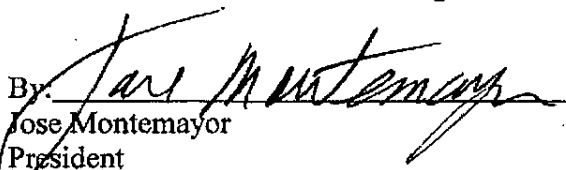
"ARTICLE I

The name of the corporation is United Prosperity Life Insurance Company and its principal place of business in Arizona shall be Phoenix, Maricopa County, but other places of business may be established and maintained within or without the State of Arizona as the Board of Directors may designate, where business of the corporation, including meetings of stockholders and directors, may be conducted and held."

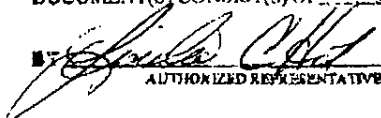
SECOND: That thereafter the sole shareholder of the Corporation, pursuant to an Action by Written Consent, approved the change of the Corporation's name and the amendment of the Articles of Incorporation of the Corporation as set forth in the above resolution of the directors of the Corporation.

THIRD: That said amendment was duly adopted in accordance with the provisions of Article 10-1003 of the Arizona Revised Statutes.

IN WITNESS WHEREOF, the Corporation has caused this certificate to be signed this 28th day of October, 2010.

By: 
Jose Montemayor
President

PROPOSED ARTICLES AND/OR AMENDMENT(S) APPEAR TO CONFORM TO
ARIZONA INSURANCE STATUTES. THE NAME IS NOT NOW IN CONFLICT
WITH THAT OF ANY INSURER AUTHORIZED TO TRANSACT INSURANCE IN
ARIZONA ON THIS DATE: November 10, 2010
DOCUMENT(S) CONSIST(S) OF _____ PAGES.


AUTHORIZED REPRESENTATIVE

FOR THE DIRECTOR OF SECURITIES
STATE OF ARIZONA

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