

P 11547

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

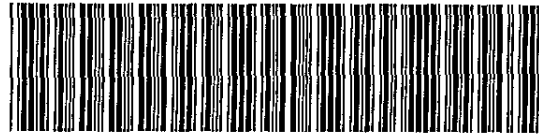
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name Chg.
JPM
2/23/04

Edwards & Angell LLP

90 State House Square Hartford, CT 06103 860.525.5065 fax 860.527.4198

Michael T. Griffin
860.541.7764
mgriffin@EdwardsAngell.com

February 17, 2004

VIA FEDEX

Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Re: **General & Cologne Life Re of America**
Change of Name to General Re Life Corporation
FEIN No. 13-2572994

Dear Corporations Division:

On behalf of General & Cologne Life Re of America (the "Company"), a Connecticut domiciled life & health insurance Company and a qualified corporation in the State of Florida, we hereby provide notice that the Company has changed its name to General Re Life Corporation, effective December 29, 2003.

Please note that the name change is not being made in connection with a merger or acquisition of the Company.

Enclosed is a binder containing the documents and information necessary to effect the change of name in Florida. Also enclosed is a check in the amount of \$52.50 to cover the fees associated with the transaction, for a Certificate of Status, and a certified copy of the filing.

Please provide us with a confirmation that these documents have been filed as soon as possible.

If you should have any questions or require any additional information, please do not hesitate to contact me at the above-referenced telephone number.

Sincerely,



Michael T. Griffin

Enclosure

cc: Christopher R. Bello, Esq. (with enclosure)
Charles R. Welsh, Esq. (without enclosure)

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: General Re Life Corporation
(Name of corporation)

DOCUMENT NUMBER: P11547

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Michael T. Griffin, Esquire
(Name of person)

Edwards & Angell, LLP
(Name of firm/company)

90 State House Square, 9th Floor
(Address)

Hartford, Connecticut 06103
(City/state and zip code)

For further information concerning this matter, please call:

Michael T. Griffin, Esquire at (860) 541-7764
(Name of person) (Area code & daytime telephone number)

Enclosed is a check for the following amount:

- | | | | |
|---|---|--|--|
| <input type="checkbox"/> \$35.00 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee & Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) | <input checked="" type="checkbox"/> \$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
409 E. Gaines Street
Tallahassee, FL 32399

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)

P11547

(Document number of corporation (if known))

1. General & Cologne Life Re of America, Inc.
(Name of corporation as it appears on the records of the Department of State)

2. Connecticut 3. 09/24/1986
(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? December 29, 2003

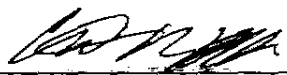
5. General Re Life Corporation
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

6. If the amendment changes the period of duration, indicate new period of duration.

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)

Christopher R. Bello

(Typed or printed name of person signing)

2/3/04
(Date)

Vice President, Secretary, &
General Counsel

(Title of person signing)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 14th day of January A.D. 2004



SECRETARY OF THE STATE

LF

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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FILED 12/29/2003 12:21 PM PAGE 01896
SECRETARY OF THE STATE
CONNECTICUT SECRETARY OF THE STATE

1. NAME OF CORPORATION

General & Cologne Life Re of America

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

☒ X

A. AMENDED

☐ B. RESTATED

☐ C. AMENDED AND RESTATED

The restated certificate consolidates all amendments into a single document.

3. TEXT OF EACH AMENDMENT / RESTATEMENT

The name of the corporation shall read as follows, "General Re Life Corporation".

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

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

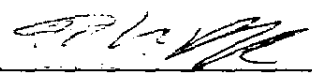
☒ A. The amendment was approved by shareholders in the manner required by sections 33-600 to 33-998 of the Connecticut General Statutes, and by the Certificate of Incorporation.

☐ 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 17th day of November, 20 03

Christopher R. Bello	Vice President	
Print or type name of signatory	Capacity of signatory	Signature



STATE OF CT

INSURANCE DEPARTMENT

This is to Certify, that the attached Certificate of Amendment of the Certificate of Incorporation of General & Cologne Life Re of America, with respect to the change of name to General Re Life Corporation, has been reviewed and approved.

Witness my hand and official seal, at HARTFORD,
this 24th day of December, 2003

A Susan F. Cogswell
Insurance Commissioner