

800416

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FIRST CONSULTING
& Administration, Inc.

Experts in Insurance Regulation Since 1969

August 18, 2003

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

RE: Name Change for The Equitable Life Assurance Society of the United States to AXA
Equitable Life Insurance Company
Our File # 3732

Dear Sir or Madam:

Effective September 7, 2004, The Equitable Life Assurance Society of the United States will change its name to AXA Equitable Life Insurance Company.

In addition to the executed Amendment Application, I am enclosing the following:

1. Two certified copies of Amendment to Certificate of Incorporation.
2. Check in the amount of \$52.50 for the required fee.

I have also enclosed an authorization letter concerning the name change. During the name change process, should you require anything further to update and complete your records concerning the name change, please forward the correspondence and/or forms to:

First Consulting & Administration, Inc.
1020 Central, Suite 201
Kansas City, MO 64105-1670
Attn: Scott Sheffer, ext. 2742
Telephone (816) 391-2742, (800) 927-2730
Fax: (816) 391-2755
Email: scott.sheffer@firstconsulting.com

Thank you in advance for your help in this matter.

Sincerely,

FIRST CONSULTING & ADMINISTRATION, INC.

Scott Sheffer
Associate Consultant
Writer's Extension: 2742
E-mail: scott.sheffer@firstconsulting.com



EQUITABLE

Member of the Global  Group

Paul R. Boucher
Vice President
(212) 314-3946
Fax: (212) 707-1862
paul.boucher@axacs.com
LAW DEPARTMENT

July 31, 2002

To: The Insurance Commissioner

AUTHORIZATION

This letter or a copy thereof, will authorize the consulting firm of First Consulting & Administration, Inc., located in Kansas City, Missouri, to represent The Equitable Life Assurance Society of the United States ("Equitable Life") in matters before the Insurance Department in connection with the name change of Equitable Life to AXA Equitable Life Insurance Company.

This authorization shall be valid until revoked by us.

THE EQUITABLE LIFE ASSURANCE SOCIETY OF THE UNITED STATES

By: _____

Paul R. Boucher
Vice President

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)

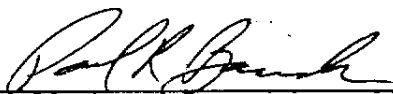
800416

(Document number of corporation (if known))

1. The Equitable Life Assurance Society of the United States
(Name of corporation as it appears on the records of the Department of State)
2. New York 3. 09/16/1915
(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? 9/7/04
5. AXA Equitable Life Insurance 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)
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 the chairman or vice chairman of the board, president, or any officer, or if the corporation is in the hands of a receiver, trustee, or other court-appointed fiduciary, by that fiduciary)

Paul Boucher
(Typed or printed name)

7/23/2004
(Date)

Vice President
(Title)

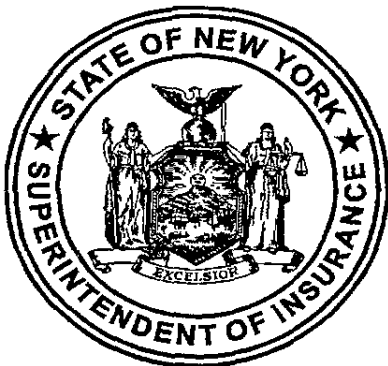
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Short Certificate

**STATE OF NEW YORK
INSURANCE DEPARTMENT**

It is hereby certified that the attached copy of Certificate of Amendment of the Restated Charter of The Equitable Life Assurance Society of the United States, of New York, New York, to change the name to The AXA Equitable Life Insurance Company effective September 7, 2004, as approved by this Department July 19, 2004,

has been compared with the original on file in this Department and that it is a correct transcript therefrom and of the whole of said original.



In Witness Whereof, I have hereunto set my hand and affixed the official seal of this Department at the City of Albany, this 6th day of August, 2004.


Special Deputy Superintendent

CERTIFICATE OF AMENDMENT
OF
THE RESTATED CHARTER
OF
THE EQUITABLE LIFE ASSURANCE SOCIETY OF THE UNITED STATES

Under Section 1206 of the New York Insurance Law and
Section 805 of the New York Business Corporation Law

The undersigned, being the Chairman of the Board, President and Chief Executive Officer and the Senior Vice President, Secretary and Associate General Counsel, respectively, of The Equitable Life Assurance Society of the United States (the "Corporation"), a New York corporation, hereby certify as follows:

1. The name of the Corporation is The Equitable Life Assurance Society of the United States.
2. The Charter of the Corporation was filed in the office of the Superintendent of Insurance of the State of New York on May 10, 1859.
3. The Charter of the Corporation, as amended and restated prior to the date hereof (the "Charter"), is hereby further amended, as authorized by Section 1206 of the New York Insurance Law and Section 805 of the New York Business Corporation Law, to (i) change the name of the Corporation to AXA Equitable Life Insurance Company and (ii) to grant the Board of Directors the power to authorize the use in a foreign country where the Corporation does or proposes to do business of a specified translation of its name in any language commonly used in such country.

(a) Article I of the Charter, which sets forth the name of the Corporation, is hereby amended to read in its entirety as follows:

ARTICLE I

The name of the corporation shall be AXA Equitable Life Insurance Company.

(b) A new Article IX is hereby added to the Charter to read in its entirety as follows:

ARTICLE IX

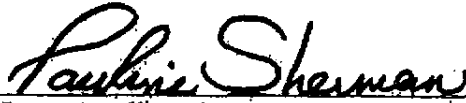
The Board of Directors shall have the power and authority to authorize the use in a foreign country where the corporation does or proposes to do business of a specified translation of its name in any language commonly used in such country.

4. The foregoing amendments were duly authorized, adopted and approved, pursuant to Sections 803(a) and 615(a) of the New York Business Corporation Law, at a meeting duly called and held on September 19, 2002 by vote of the Board of Directors of the Corporation, followed by written consent, setting forth the action so taken, signed by the holder of all outstanding shares of the Corporation.

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Amendment of the Restated Charter of The Equitable Life Assurance Society of the United States this 8th day of July, 2004.



Name: Christopher M. Condon
Title: Chairman of the Board, President
and Chief Executive Officer

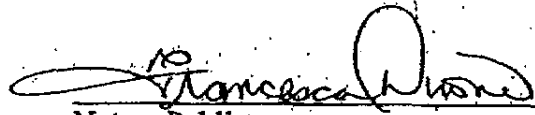


Name: Pauline Sherman
Title: Senior Vice President, Secretary
and Associate General Counsel

STATE OF NEW YORK)
)
COUNTY OF NEW YORK)

ss.:

On this 8th day of July, 2004, before me personally came Christopher M. Condon, to me personally known to me to be one of the persons who executed the foregoing instrument, and he duly acknowledged to me that he executed the same.

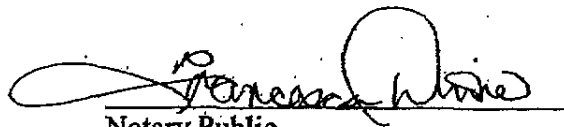

Notary Public

FRANCESCA DIVONE
Notary Public, State of New York
No. 01D16016725
Qualified in Richmond County
Commission Expires November 30, 2010

STATE OF NEW YORK)
)
COUNTY OF NEW YORK)

ss.:

On this 8th day of July, 2004, before me personally came Pauline Sherman, to me personally known to me to be one of the persons who executed the foregoing instrument, and she duly acknowledged to me that she executed the same.


Notary Public

FRANCESCA DIVONE
Notary Public, State of New York
No. 01D16016725
Qualified in Richmond County
Commission Expires November 30, 2010