

8/2292

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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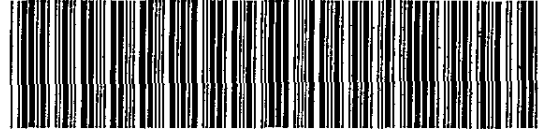
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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11/16/04--01058--002 **43.75

FILED

04 NOV 16 AM 11:22

CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

Amended
MD 11/30

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Fortis Benefits Insurance Company
(Name of corporation)

DOCUMENT NUMBER: 812292

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Connie J. Turnipseed, Compliance Specialist
(Name of person)

Fortis Benefits Insurance Company
(Name of firm/company)

PO Box 419052
(Address)

Kansas City, MO 64141-6052
(City/state and zip code)

For further information concerning this matter, please call:

Connie J. Turnipseed at (816) 474-2426
(Name of 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
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)

819222

(Document number of corporation (if known))

FILED
04 NOV 16 AM 11:22
TALLAHASSEE, FLORIDA

1. Fortis Benefits Insurance Company

(Name of corporation as it appears on the records of the Department of State)

2. Minnesota

(Incorporated under laws of)

3. 10/23/57

(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? _____

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

(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.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

Iowa

(New jurisdiction)

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

Dorothy H. Jensen

(Typed or printed name of person signing)

11/04/04

(Date)

2nd VP & Compliance Officer

(Title of person signing)

IOWA

No. W00403410
Date: 10/01/2004

SECRETARY OF STATE

490 DP-000300402
FORTIS BENEFITS INSURANCE COMAPNY

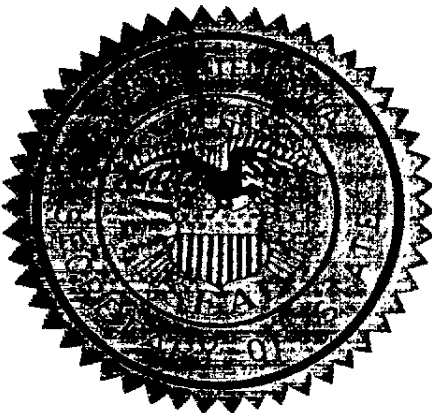
ACKNOWLEDGEMENT OF DOCUMENT FILED

The Secretary of State acknowledges receipt of the following document
Articles of Incorporation

The document was filed on October 1, 2004, at 03:00 PM, to be
effective as of October 1, 2004, at 03:00 PM.

The amount of \$50.00 was received in full payment of the filing fee.

This acknowledgment is issued in accordance with Iowa Code section 490.902.



CHESTER J. CULVER SECRETARY OF STATE



300402

SECRETARY OF STATE
IOWA

04 OCT -1 PM 3:00

508571 ART10 150.00 SELF 2 10/04

**THE RESTATED
ARTICLES OF INCORPORATION
OF
FORTIS BENEFITS INSURANCE COMPANY**

We, Robert B. Pollock and Katherine L. Greenzang President and Secretary, respectively, of FORTIS BENEFITS INSURANCE COMPANY, a corporation organized and existing under the laws of the State of Minnesota, hereby certify that said Company through written consent of the sole stockholder executed on the 30th day of September, 2004, and acting pursuant to Section 490.1007 of the Iowa Business Corporation Act, restated its Articles of Incorporation as follows:

RESTATED ARTICLES OF INCORPORATION
OF FORTIS BENEFITS INSURANCE
COMPANY ADOPTED PURSUANT TO
SECTION 490.1007 OF THE IOWA BUSINESS
CORPORATION ACT, AND IN COMPLIANCE
WITH SECTION 508.3 OF THE IOWA
INSURANCE CODE.

ARTICLE I.

The name of the corporation shall be FORTIS BENEFITS
INSURANCE COMPANY.

ARTICLE II.

The name of the business, objects, and purposes proposed to be
transacted, promoted and carried on are:

- (1) To make contracts of life and endowment insurance, to grant, purchase, or dispose of annuities or endowments of any kind; and, in such contracts, or in contracts supplemental thereto to provide for additional benefits in the event of death of the insured by accidental means, total and permanent disability of the insured, or specific dismemberment or disablement suffered by the insured.
- (2) To insure against loss or damage by the sickness, bodily injury, or death by accident of the insured or his dependents.
- (3) To make or effect reinsurance of any risks.

300402

5

(4) In addition to all powers it shall have power to transact within and without the State of Iowa, any kinds or classes of insurance business which companies of its kind are now or may hereafter be permitted by law to transact, whether or not such kinds of classes of insurance are specifically enumerated elsewhere in these Articles of Incorporation or existing amendments thereto.

(5) Any policy issued by the Company may cover any one or more of the risks it is authorized to insure.

(6) The powers herein conferred upon the Company are in furtherance and not in limitation of the powers conferred by the statutes of the State of Iowa as from time to time in force and effect, and the Company shall have in addition to such authorized statutory powers as are in these Articles of Incorporation recited, all other powers and privileges conferred by the statutes of the State of Iowa now existing or hereinafter enacted.

ARTICLE III.

The address of the registered office and principal place of business of the Corporation in the State of Iowa is 729 Insurance Exchange Building, Des Moines, Iowa 50309, and the name of the registered agent at this address is Corporate Service Company.

ARTICLE IV.

The existence of this corporation shall be perpetual.

ARTICLE V.

The names and places of residence of each of the incorporators are as follows:

Name	Place of Residence
R. B. Richardson	Helena, Montana

A. B. Jackson St. Paul, Minnesota
R. M. Hubbs St. Paul, Minnesota

ARTICLE VI.

The management of the Company shall be vested in a Board of Directors. The number of Directors shall be not less than three (3) and shall be fixed by the Bylaws. Directors shall hold office until the annual meeting of the stockholders to be held on the first Wednesday after the first Tuesday in February, and until their successors shall have been elected and qualified. Subsequent Annual Meetings of the stockholders shall be held each year at such time and place within and without the State of Iowa as the Board of Directors shall determine.

ARTICLE VII.

The corporation shall have the authority to issue capital stock in the amount of five million dollars (\$5,000,000.00) comprised of one million (1,000,000) shares of capital stock of the par value of five dollars (\$5.00) per share, all of which shares shall be of one class and shall be designated as Common Stock.

ARTICLE VIII.

The highest amount of indebtedness and liability to which the corporation shall at any time be subject, exclusive of policy liabilities and other reserves, shall be One Hundred Million Dollars (\$100,000,000).

ARTICLE IV.

The above and foregoing duly adopted Restated Articles of Incorporation supersede the original and all prior versions of the Articles of Incorporation and all amendments thereto.

Certification

We, Robert B. Pollock and Katherine L. Greenzang, President and Secretary, respectively, of Fortis Benefits Insurance Company, a corporation organized and existing under the laws of the State of Minnesota, hereby certify that by Written Statement of Consent of the sole stockholder executed on September 30, 2004, the stockholder adopted a Resolution to Restate the Articles of Incorporation of said Company as herein above indicated with the vote of the stockholder being as follows:

We, Robert B. Pollock and Katherine L. Greenzang, President and Secretary, respectively of Fortis Benefits Insurance Company, do hereby certify that the foregoing Restated Articles of Incorporation are a true and correct copy of the Restated Articles of Incorporation as of this 30th day of September, 2004.

(Corporate Seal)

Fortis Benefits Insurance Company

By: [Signature]
Robert B. Pollock, President
Fortis Benefits Insurance Company

Dated: 9/29/04

By: [Signature]
Katherine L. Greenzang, Secretary
Fortis Benefits Insurance Company

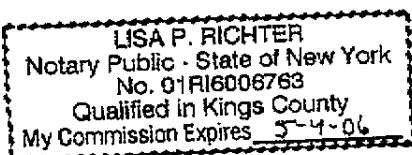
Dated: 9/29/04

STATE OF New York)
COUNTY OF New York) ss.

VERIFICATION

On September 29, 2004, before me, Lisa Richter, a Notary Public, personally appeared Robert Pollock and Katherine Greenzang, personally known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her authorized capacity, and that by his/her signature on the instrument the person or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.



Signature: [Signature]
(this area for official notarial seal)

**CERTIFICATE OF APPROVAL
ATTORNEY GENERAL**

Pursuant to provisions of the Iowa Code, the undersigned approves the Restated Articles of Incorporation of **Fortis Benefits Insurance Company** (effective October 1, 2004) and finds them in conformance with the laws and Constitution of the State of Iowa.

THOMAS J. MILLER
Attorney General of Iowa

10-1-04
Date

By: *Jeanie Kunkle Vaudt*
JEANIE KUNKLE VAUDT
Assistant Attorney General

**CERTIFICATE OF APPROVAL
COMMISSIONER OF INSURANCE**

Pursuant to provisions of the Iowa Code, the undersigned approves the Restated Articles of Incorporation of **Fortis Benefits Insurance Company** (effective October 1, 2004).

THERESE M. VAUGHAN
Commissioner of Insurance

10-1-04
Date

By: *James N. Armstrong*
JAMES N. ARMSTRONG
Deputy Commissioner of Insurance

FILED
IOWA
SECRETARY OF STATE

10-1-2004
3:00PM

W403410

