

813634

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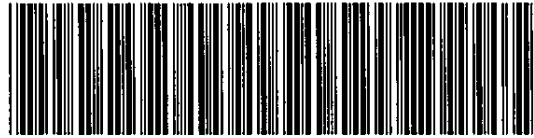


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2008 SEP 26 AM 11:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

09/26/08--01050--006 **52.50

correction

TB

10/3/08

DEWEY & LeBOEUF

Dewey & LeBoeuf LLP
1301 Avenue of the Americas
New York, NY 10019-6092

tel +1 212 259 8121
fax +1 212 649 1187
aperri@dl.com

September 25, 2008

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
Amendment Section
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: UCAA Corporate Amendment Filing – Articles of Correction to Correct
Withdrawal Effective Date of Foreign Corporations Aviva Life Insurance
Company (NAIC #62898) and Indianapolis Life Insurance Company (NAIC
#64645) due to Merger with and into Aviva Life and Annuity Company
(NAIC #61689)

To Whom It May Concern:

This Firm represents Aviva Life and Annuity Company, an Iowa insurer ("ALAC"), Indianapolis Life Insurance Company, an Indiana insurer ("ILIC") and Aviva Life Insurance Company, a Delaware insurer ("ALIC"). Each of ALAC, ILIC and ALIC are licensed to transact an insurance business in your good state.

ALAC (f/k/a AmerUs Life Insurance Company), ILIC and ALIC are direct or indirect subsidiaries of Aviva USA Corporation (f/k/a AmerUs Group Co.) ("Aviva USA"), an Iowa stock holding company. Aviva USA is ultimately controlled by Aviva plc, a company organized under the laws of England and Wales. Aviva USA has decided to merge ALIC, ILIC and ALAC in order to achieve business and operational advantages including capital efficiencies and cost savings. The transaction will be structured as two separate mergers: (1) the merger of ALIC into ALAC and (2) the merger of ILIC into ALAC.

On September 8, 2008, we filed an Application for Withdrawal of Authority with the Florida Department of State, effective October 1, 2008, for ALIC and an Application for

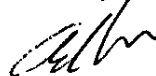
September 25, 2008

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Withdrawal of Authority with the Florida Department of State, effective October 1, 2008, for ILIC. However, the domiciliary regulators have agreed that the effective date of the proposed merger of ALIC with and into ALAC will now be September 30, 2008, and that the effective date of the proposed merger of ILIC with and into ALAC will now be September 30, 2008. Accordingly, enclosed please find two Articles of Correction to correct the effective date of the Withdrawal Applications of ALIC and ILIC. We have enclosed two checks, each in the amount of \$52.50 (\$35.00 filing fee, \$8.75 for a certified copy of the application and \$8.75 for a certificate of status). Please return the requested documents to my attention at the above address via Federal Express under Federal Express Account Number 0100-3256-3.

We sincerely thank you for your assistance and cooperation in this matter. Should you need any additional information to aid in your review, please do not hesitate to contact me.

Sincerely,

A handwritten signature in black ink, appearing to read 'Adam Perri', with a stylized flourish at the end.

Adam Perri

Enclosures

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Aviva Life Insurance Company
(Name of Corporation)

DOCUMENT NUMBER: 813634

The enclosed Articles of Correction and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Adam Perri

(Name of Contact Person)

Dewey & LeBoeuf LLP

(Firm/Company)

1301 Avenue of the Americas

(Address)

New York, NY 10019

(City/State and Zip Code)

For further information concerning this matter, please call:

Adam Perri

(Name of Contact Person)

at (212) 259-8121

(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

☒ \$52.50 Filing Fee, Certificate of Status &
Certified Copy

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

ARTICLES OF CORRECTION

for

Aviva Life Insurance Company

Name of Corporation as currently filed with the Florida Dept. of State

813634

Document Number (if known)

FILED
2008 SEP 26 AM 11:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0124 or 617.0124, Florida Statutes, this corporation files these Articles of Correction within 30 days of the file date of the document being corrected.

These articles of correction correct Application by Foreign Corporation for Withdrawal of Authority to Transact Business in Florida
(Document Type Being Corrected)

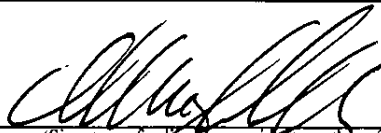
filed with the Department of State on 9/8/08
(File Date of Document)

Specify the inaccuracy, incorrect statement, or defect:

The withdrawal application reflects an effective date of October 1, 2008.

Correct the inaccuracy, incorrect statement, or defect:

The effective date of the withdrawal application should be September 30, 2008.



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

Michael H. Miller

(Typed or printed name of person signing)

Secretary

(Title of person signing)

Filing Fee: \$35.00