

818935

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

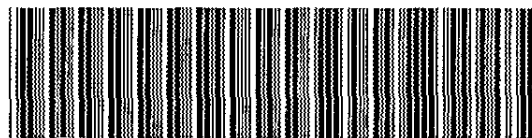
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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Office Use Only



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10/22/02--01075--003 **8.75

10/22/02--01075--004 **52.50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2002 NOV -8 PM 2:13

Name Change
LTS
11-8-2002

2-02



Christine Mullen
Assistant General Counsel
Nationwide ProvidentSM

October 21, 2002

Florida Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: Providentmutual Life and Annuity Company of America, NAIC #70750
Name Change to
Nationwide Life and Annuity Company of America, NAIC #70750

Dear Sir or Madam:

Enclosed are documents that we are submitting as part of the process to amend our Certificate of Authority in Florida. Below is a list of the enclosures:

1. Transmittal Letter
2. Check in the amount of \$52.50 to cover the Filing Fee, Certificate of Status and Certified Copy
3. Check in the amount of \$8.75 for an additional Certificate of Status
4. Copy of Nationwide Life and Annuity Company of America's Certificate of Amendment of Certificate of Incorporation certified by the Delaware Insurance Commissioner.

A simultaneous filing is being sent to the Florida Department of Insurance. If you have any questions or require additional information, please contact me.

Sincerely,

Christine Mullen

Enclosures



**Nationwide
ProvidentSM**

a Nationwide[®] Financial company

Nationwide Life Insurance Company of America

November 6, 2002

*2nd half of
filing attached*

VIA FEDERAL EXPRESS

Ms. Louise Jackson
Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: Nationwide Life and Annuity Company of America NAIC #70750
F/K/A Providentmutual Life and Annuity Company of America

Dear Ms. Jackson:

In response to our phone conversation yesterday, enclosed is the Original Certified Restated Certificate of Incorporation for the captioned company evidencing its redomestication from Pennsylvania to Delaware. Also enclosed is check #34003102 in the amount of \$35.00 to cover the filing fee.

It is our understanding that this will enable you to complete the filing of the name change to Nationwide Life and Annuity Company of America, and to forward the necessary documentation for us to complete our filing with the Department of Insurance.

Thank you for assisting me with this matter.

Yours truly,

Florence M. Delaney, FLMI
Senior Legal Analyst

enclosures



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

October 31, 2002

CHRISTINE MULLEN
NATIONWIDE PROVIDENT
P.O. BOX 1717
VALLEY FORGE, PA 19482-1717

SUBJECT: PROVIDENTMUTUAL LIFE AND ANNUITY COMPANY OF
AMERICA
Ref. Number: 818935

We have received your document for PROVIDENTMUTUAL LIFE AND ANNUITY COMPANY OF AMERICA and your check(s) totaling \$61.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

An original, duly authenticated certificate from the state of incorporation/organization evidencing the amendment, must be submitted with the application. The certificate must have been issued within the past 90 days.

Our records show the date of authorization to transact business in Florida is August 5, 1965. Please correct your document.

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) 245-6869.

Teresa Brown
Document Specialist

Letter Number: 202A00059864

State of Delaware



DONNA LEE H. WILLIAMS
INSURANCE COMMISSIONER

841 SILVER LAKE BLVD.
DOVER, DELAWARE 19904-2465
(302) 739 - 4251
FACSIMILE (302) 739 - 5280

Department of Insurance

CERTIFIED
CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION

I, DONNA LEE H. WILLIAMS, Insurance Commissioner of the State of Delaware, do hereby certify that the Certificate of Amendment of Certificate of Incorporation filed with the Delaware Secretary of State on October 2, 2002, changing the name of PROVIDENTMUTUAL LIFE AND ANNUITY COMPANY OF AMERICA to NATIONWIDE LIFE AND ANNUITY COMPANY OF AMERICA, is a true and correct copy of the document on file with this Department.

IN WITNESS WHEREOF, I HAVE HEREUNTO
SET MY HAND AND AFFIXED THE OFFICIAL
SEAL OF THIS DEPARTMENT AT THE CITY
OF DOVER, THIS 8TH DAY OF OCTOBER,
2002.

Donna Lee H. Williams

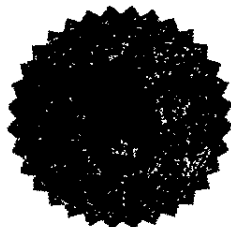
DONNA LEE H. WILLIAMS
INSURANCE COMMISSIONER

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "PROVIDENTMUTUAL LIFE AND ANNUITY COMPANY OF AMERICA", CHANGING ITS NAME FROM "PROVIDENTMUTUAL LIFE AND ANNUITY COMPANY OF AMERICA" TO "NATIONWIDE LIFE AND ANNUITY COMPANY OF AMERICA", FILED IN THIS OFFICE ON THE SECOND DAY OF OCTOBER, A.D. 2002, AT 9 O'CLOCK A.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2314420 8100

AUTHENTICATION: 2017918

020615244

DATE: 10-03-02

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 10/02/2002
020613260 - 2314420

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
PROVIDENTMUTUAL LIFE AND ANNUITY COMPANY OF AMERICA**

Providentmutual Life and Annuity Company of America, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Company"),

DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said corporation, by the unanimous written consent of its members, filed with the minutes of the Board, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of the Company:

RESOLVED, that Certificate of Incorporation of Providentmutual Life and Annuity Company of America be amended by changing the First Article thereof so that as amended said article shall be and read as follows:

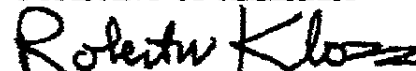
First: The name by which the company shall be known is
Nationwide Life and Annuity Company of America.

SECOND: That in lieu of a meeting and vote of stockholder, the stockholder has given written consent to said amendment in accordance with the provisions of Section 228 the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with the provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, Providentmutual Life and Annuity Company of America has caused this Certificate to be signed by Robert W. Kloss, its President, this 30th day of September, 2002.

**PROVIDENTMUTUAL LIFE AND ANNUITY
COMPANY OF AMERICA**



By: Robert W. Kloss
Title: President