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Office of Regulation of Companies 1345 Strawberry Square Harrisburg, PA 17120 Telephone (717) 787-1879 Fax (717) 787-8557 Email: csmith@ins.state.pa.us

May 27, 1998

Louise Flemming-Jackson Corporate Specialist Supervisor Florida Department of State Division of Corporations P. O. Box 6327 Tallahassee, Florida 32314

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Re:

Colonial Penn Life Insurance Company; aka CP Life Insurance Company; aka Conseco Direct Life Insurance Company

Dear Ms. Flemming-Jackson:

The Pennsylvania Insurance Department has been advised that your Department is requesting documentation regarding the captioned company. Your letter states that Colonial Penn Life Insurance Company changed its name to CP Life Insurance Company in January, 1998. This is not correct. In January 1998, Colonial Penn Life Insurance Company advised this Department that its name would be changed to CP Life Insurance Company effective July 1, 1998. No amended articles were filed to implement this name change. Subsequently, Colonial Penn Life Insurance Company advised this Department that, effective July 2, 1998, it will change its name to Conseco Direct Life Insurance Company.

Since no amended Articles of Incorporation were filed with the Pennsylvania Insurance Department or Pennsylvania Department of State, this Department is unable to provide the documentation you requested. However, we do acknowledge receiving advice that Colonial Penn Life Insurance Company intended to change its name to CP Life Insurance Company effective July 1, 1998.

If there is another method of resolving this situation, please let me know. I can be reached at (717) 787-1879 from 7:30am to 4:00pm.

Sincerely,

Carolyn Smith

Insurance Company Licensing Specialist

Company Licensing Division

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This references the amendment filed on 1/22/98 to be effective 7/1/98. The amendment never became effective in Pennsylvania. The name of the corp. reverted back to the name before the amendment was filed in FL on 6/2/98. - sp

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