

820148

(Requestor's Name)

(Address)

(Address)

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@ 4.17.14

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Aviva Life and Annuity Company of New York
Name of Corporation

DOCUMENT NUMBER: 820148

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

June Stracener

Name of Contact Person

Mitchell Williams Law Firm

Firm/Company

5414 Pinnacle Point Drive, Suite 500

Address

Rogers, AR 72758

City/State and Zip Code

SKidder@athene.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

June Stracener

Name of Contact Person

at (479) 464-5668
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
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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)

820148

(Document number of corporation (if known))

1. Aviva Life and Annuity Company of New York

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

2. New York

(Incorporated under laws of)

3. 1/3/1967

(Date authorized to do business in Florida)

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SECRETARY OF CORPORATION
14 APR 10 AM 9:02

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? 3-3-14

5. Athene Life Insurance Company of New York

(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.

(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

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

Richard Carlton Cohan, Jr.

(Typed or printed name of person signing)

Secretary

(Title of person signing)

Short Certificate

STATE OF NEW YORK

DEPARTMENT OF FINANCIAL SERVICES

It is hereby certified that the attached copy of Certificate of Amendment of The Charter of Aviva Life and Annuity Company of New York (now known as Athene Life Insurance Company of New York, of Nyack, New York, with an approval date of March 3, 2014 from our Department,

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 here
unto set my hand and affixed
the official seal of this
Department at the City of Albany,
this 2nd day of April, 2014.*

Jacqueline Catalfamo

Jacqueline Catalfamo
Special Deputy Superintendent

**CERTIFICATE OF AMENDMENT
OF THE
CHARTER
OF
AVIVA LIFE AND ANNUITY COMPANY OF NEW YORK**

Pursuant to the provisions of Section 1206 of the New York Insurance Law and Section 805 of the New York Business Corporation Law, the undersigned, Guy Hudson Smith III and Richard C. Cohan, Jr., being, respectively, the President and the Executive Vice President, General Counsel and Secretary of Aviva Life and Annuity Company of New York (the "Company"), hereby certify as follows:

- FIRST: The name of the Company is Aviva Life and Annuity Company of New York.
- SECOND: The Charter of the Company was filed with the New York Insurance Department on December 27, 2007.
- THIRD: The amendment to the Charter of the Company affected by this Certificate of Amendment is to amend Section 1.01 to change the name of the Company effective March 3, 2014.
- FOURTH: Section 1.01 of the Charter is hereby amended and restated in its entirety to read as follows:
- "1.01. The name of the corporation shall be Athene Life Insurance Company of New York."
- FIFTH: The foregoing amendment to the Charter of the Company was authorized by the resolution of the Board of Directors of the Company, followed by action of the sole shareholder of the Company, each on December 5, 2013, the amendment to Section 1.01 to be effective March 3, 2014.

IN WITNESS WHEREOF, the above named officers, acting for and on behalf of the Corporation, hereby ratify these actions that took place on this 5th day of December as of the date of execution below.

AVIVA LIFE AND ANNUITY COMPANY OF NEW YORK

By: 

Name: Guy Hudson Smith III

Title: President

Date: January 23, 2014

By: 

Name: Richard C. Cohan, Jr.

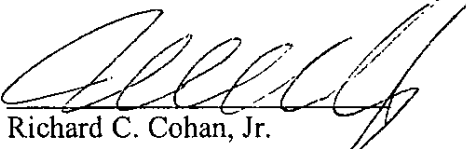
Title: Executive Vice President, General Counsel
and Secretary

Date: January 23, 2014


**CERTIFICATE OF SIGNER OF
CERTIFICATE OF AMENDMENT**

STATE OF IOWA)
) s.s.
COUNTY OF DALLAS)

Richard C. Cohan, Jr., being sworn and deposed states that he is the Executive Vice President, General Counsel and Secretary of Aviva Life and Annuity Company of New York and one of the persons who signed the above Certificate of Amendment, that he has read the Certificate of Amendment and knows the contents thereof and that the same is true to his knowledge.

By: 
Name: Richard C. Cohan, Jr.
Title: Executive Vice President, General
Counsel and Secretary

Sworn to before me
this 23rd day of January, 2014


Linda Olson
Notary Public in and for the State
of Iowa

