

825136

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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WAIT

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MAIL

(Business Entity Name)

(Document Number)

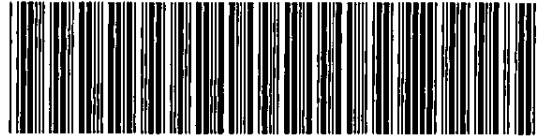
Certified Copies _____ Certificates of Status _____

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07 NOV -6 PM 2:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

withdrawal

Sf

Janet L. Ekenberg
Senior Law Specialist
Legal Division
Phone: 608/231-7883
Fax: 608/236-7883
E-mail: janet.ekenberg@cunamutual.com



OVERNIGHT DELIVERY

October 25, 2007

Susan Payne
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314
(850) 245-6051

**SUBJECT: CUNA Mutual Insurance Society
Application for Merger of Two or More Foreign Insurers**

Dear Ms. Payne:

On behalf of CUNA Mutual Insurance Society ("CUNA Mutual"), the following information is provided to you in your review of our request for approval of CUNA Mutual's merger with CUNA Mutual Life Insurance Company ("CMLIC"):

- CUNA Mutual is applying for merger authorization.
- CUNA Mutual's Home Office is 2000 Heritage Way, Waverly, Iowa 50677.
- CMLIC's Home Office is 2000 Heritage Way, Waverly, Iowa 50677.
- CUNA Mutual's state of domicile is Iowa.
- CMLIC's state of domicile is Iowa.
- The effective date of the merger is December 31, 2007.
- CUNA Mutual will be the surviving insurer.
- Contact Person is Janet Ekenberg, c/o CUNA Mutual Group (5910 4 C2), 5910 Mineral Point Road, Madison, Wisconsin 53705-4456; E-mail: janet.ekenberg@cunamutual.com; telephone: 608-231-7883; fax 608-236-7883.

CUNA Mutual and CMLIC have operated on an affiliated basis since 1990, when an Agreement of Permanent Affiliation ("Affiliation Agreement") between the two companies went into effect. Over time, the Affiliation Agreement has helped both companies expand market share and gain efficiencies through shared operations. Today, the two companies have identical Boards of Directors and senior management, and their operations and liabilities are largely shared as a result of the affiliation.

The merger, contemplated at the inception of the affiliation, will align the legal structure of the two companies to the realities of the companies' common markets and the way the companies currently operate under the Affiliation Agreement.

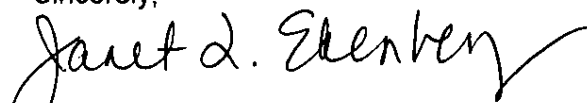
The CUNA Mutual and CMLIC boards have approved the merger. CUNA Mutual policyholders and CMLIC policyholders have also approved the merger. The Iowa Division of Insurance announced its approval of the merger on September 6, 2007. It is anticipated that December 31, 2007, will be the effective date of the merger, conditioned on satisfying final conditions to the merger, all of which are currently being pursued.

In support of our request for merger authorization, please find the following supporting documents:

1. Application by Foreign Corporation For Withdrawal of Authority to Transact Business or Conduct Affairs in Florida
2. Filing fee→ please note the \$35 on file regarding the filing fee for this application.

Thank you for your time and consideration. Please give me a call if you have any questions or need additional information.

Sincerely,

A handwritten signature in black ink, reading "Janet L. Ekenberg" with a stylized flourish at the end.

Janet L. Ekenberg
Senior Law Specialist
Legal Division



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 19, 2007

CUNA MUTUAL GROUP
ATTN: NICOLE WILLIAMS
P.O. BOX 391
MADISON, WI 53701-0391

SUBJECT: CUNA MUTUAL LIFE INSURANCE COMPANY
Ref. Number: 825136

We have received your document for CUNA MUTUAL LIFE INSURANCE COMPANY and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Chapters 607 and 617, Florida Statutes, do not provide for the filing of Articles of Merger between two foreign corporations. Therefore, a withdrawal application should be filed for any foreign corporation which is no longer transacting business in Florida due to a merger. A form and guidelines are enclosed.

As requested, a refund of \$35 will be issued within the next 60 days. The pending \$35 will be applied to the withdrawal application.

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) 245-6901.

Susan Payne
Senior Section Administrator

Letter Number: 307A00061644

Janet L. Ekenberg
Senior Law Specialist
Legal Division
Phone: 608/231-7883
Fax: 608/236-7883
E-mail: janet.ekenberg@cunamutual.com



OVERNIGHT DELIVERY

October 16, 2007

Registration Section
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314
(850) 245-6051

**SUBJECT: CUNA Mutual Insurance Society
Application for Merger of Two or More Foreign Insurers**

Dear Sir or Madam:

On behalf of CUNA Mutual Insurance Society ("CUNA Mutual"), the following information is provided to you in your review of our request for approval of CUNA Mutual's merger with CUNA Mutual Life Insurance Company ("CMLIC"):

- CUNA Mutual is applying for merger authorization.
- CUNA Mutual's Home Office is 2000 Heritage Way, Waverly, Iowa 50677.
- CMLIC's Home Office is 2000 Heritage Way, Waverly, Iowa 50677.
- CUNA Mutual's state of domicile is Iowa.
- CMLIC's state of domicile is Iowa.
- The effective date of the merger is December 31, 2007.
- CUNA Mutual will be the surviving insurer.
- Contact Person is Janet Ekenberg, c/o CUNA Mutual Group (5910 4 C2), 5910 Mineral Point Road, Madison, Wisconsin 53705-4456; E-mail: janet.ekenberg@cunamutual.com; telephone: 608-231-7883; fax 608-236-7883.

CUNA Mutual and CMLIC have operated on an affiliated basis since 1990, when an Agreement of Permanent Affiliation ("Affiliation Agreement") between the two companies went into effect. Over time, the Affiliation Agreement has helped both companies expand market share and gain efficiencies through shared operations. Today, the two companies have identical Boards of Directors and senior management, and their operations and liabilities are largely shared as a result of the affiliation.

The merger, contemplated at the inception of the affiliation, will align the legal structure of the two companies to the realities of the companies' common markets and the way the companies currently operate under the Affiliation Agreement.

The CUNA Mutual and CMLIC boards have approved the merger. CUNA Mutual policyholders and CMLIC policyholders have also approved the merger. The Iowa Division of Insurance announced its approval of the merger on September 6, 2007. It is anticipated that December 31, 2007, will be the effective date of the merger, conditioned on satisfying final conditions to the merger, all of which are currently being pursued.

In support of our request for merger authorization, please find the following supporting documents:

1. Application form
2. Filing fee
3. Agreement and Plan of Merger
4. State-Specific Information → a draft copy of the Articles of Merger is included with this filing. Please be advised the finalized, certified copy of the Articles of Merger will be submitted to your Department as soon as possible after satisfying final conditions to the merger. We see no reason why all necessary approvals will not be forthcoming, therefore, we must plan accordingly, which is why we are making the filing before the Articles of Merger are in place.

Thank you for your time and consideration. Please give me a call if you have any questions or need additional information.

Sincerely,



Janet L. Ekenberg
Senior Law Specialist
Legal Division

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: CUNA Mutual Life Insurance Company
(Name of Corporation)

DOCUMENT NUMBER: 825136

The enclosed **withdrawal application** and fee are submitted for filing.

Please return all correspondence concerning this
matter to the following:

Janet L. Ekenberg

(Name of Person)

CUNA Mutual Group

(Firm/Company)

5910 Mineral Point Road

(Address)

Madison, Wisconsin 53705

(City/State and Zip code)

For further information concerning this matter, please call:

Janet L. Ekenberg

(Name of Person)

at (608)

231-7883

(Area Code & Daytime Telephone Number)

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

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL OF
AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS IN FLORIDA**

CUNA Mutual Life Insurance Company

(Name of Corporation)

825136

(Document Number of Corporation (if known))

Iowa

(Incorporated Under Laws of)

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address for the corporation:

5910 Mineral Point Road

(Mailing Address)

Madison, Wisconsin 53701

(City/ State /Zip)

FILED
07 NOV -6 PM 2:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFF. 12/31/07

The corporation agrees to notify the Department of State in the future of any change in its mailing address.

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

October 25, 2007

(Date)

Janice C. Doyle

(Typed or printed name of person signing)

Assistant Secretary

(Title of person signing)

FILING FEE \$35