

837140

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

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MAIL

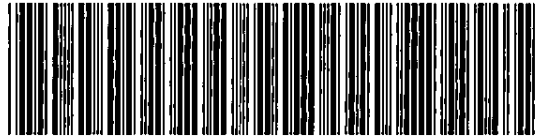
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

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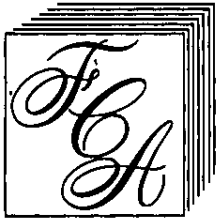


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SECRETARY OF STATE
DIVISION OF CORPORATIONS
08 JAN 11 PM 1:15

Name chg/cc
@ 1.15.08



FIRST CONSULTING
& Administration, Inc.

January 7, 2008

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: American Skandia Life Assurance Corporation (renamed as Prudential Annuities Life Assurance Corporation)
NAIC # 86630 FEIN # 06-1241288
Our File # 4823

Dear Sir or Madam:

Effective January 1, 2008, American Skandia Life Assurance Corporation changed its name to Prudential Annuities Life Assurance Corporation.

In addition to the executed Amendment Application, I am enclosing the following:

1. Two certified copies of Amendment to Certificate of Incorporation.
2. Check in the amount of \$52.50 for the required fee.

I have also enclosed an authorization letter concerning the name change. During the name change process, should you require anything further to update and complete your records concerning the name change, please forward the correspondence and/or forms to:

First Consulting & Administration, Inc.
1020 Central, Suite 201
Kansas City, MO 64105-1670
Attn: Scott Sheffer, ext. 2742
Telephone (816) 391-2742, (800) 927-2730
Fax: (816) 391-2755
Email: scott.sheffer@firstconsulting.com

Thank you in advance for your help in this matter.

Sincerely,

FIRST CONSULTING & ADMINISTRATION, INC.

Scott Sheffer
Associate Consultant
Writer's Extension: 2742
E-mail: scott.sheffer@firstconsulting.com

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)

837140

(Document number of corporation (if known))

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STATE
SECRETARY OF CORPORATIONS
DIVISION
08 JAN 11 PM 1:15

1. American Skandia Life Assurance Corporation

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

2. Connecticut

(Incorporated under laws of)

3. 10/05/1976

(Date authorized to do business in Florida)

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? January 1, 2008

5. Prudential Annuities Life Assurance Corporation

(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.

N/A

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

N/A

(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.

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

Jacob M. Herschler

(Typed or printed name of person signing)

Senior Vice President

(Title of person signing)

American Skandia

A Prudential Financial Company

American Skandia Life Assurance Corporation

One Corporate Drive

P.O. Box 883

Shelton, CT 06484-0883

Telephone (203) 926-1888

September 10, 2007

To: Insurance Commissioner

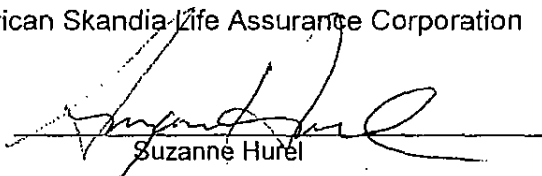
Re: Limited Authorization To Represent American Skandia Life Assurance Corporation

American Skandia Life Assurance Corporation ("American Skandia"), a licensed insurance company in your state, is changing its name to *Prudential Annuities Life Assurance Corporation* effective January 1, 2008.

This letter, or a copy hereof, serves as notification to you that the consulting firm of First Consulting & Administration, Inc. of Kansas City, Missouri, and its employees are authorized on behalf of American Skandia to submit filings, supporting documentation and other related activities necessary to obtain the approval of the above name change.

American Skandia Life Assurance Corporation

By:



Suzanne Hurel

Title: VP Contracts

CERTIFICATE OF AMENDMENT STOCK CORPORATION

Office of the Secretary of the State
30 Trinity Street / P.O. Box 150470 / Hartford, CT 06115-0470 / Rev. 07/01/2003

Space FILING #0003486345 PG 01 OF 03 VOL B-01056
FILED 06/29/2007 03:00 PM PAGE 02058
SECRETARY OF THE STATE
CONNECTICUT SECRETARY OF THE STATE

1. NAME OF CORPORATION

American Skandia Life Assurance Corporation

2. THE CERTIFICATE OF INCORPORATION IS (check A, B or C)

- ☒ A. AMENDED
☐ B. RESTATED
☐ C. AMENDED AND RESTATED

The restated certificate consolidates all amendments into a single document.

3. TEXT OF EACH AMENDMENT / RESTATEMENT

The name of the corporation has been changed from American Skandia Life Assurance Corporation to Prudential Annuities Life Assurance Corporation effective as of January 1, 2008.

(Please reference as 8 1/2 X 11 attachment if additional space is needed)

4. VOTE INFORMATION (check A, B or C)

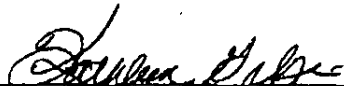
☐ A. The amendment was approved by shareholders in the manner required by sections 33-600 to 33-998 of the Connecticut General Statutes, and by the Certificate of Incorporation.

☐ B. The amendment was approved by the incorporators.
No shareholder approval was required.

☒ C. The amendment was approved by the board of directors.
No shareholder approval was required.

5. EXECUTION

Dated this 23 day of May, 20 07.

Kathleen M. Gibson	Assistant Secretary	
Print or type name of signatory	Capacity of signatory	Signature



STATE OF CONNECTICUT

INSURANCE DEPARTMENT

FILING #0003486345 PG 03 OF 03 VOL B-01056
FILED 06/29/2007 03:00 PM PAGE 02060
SECRETARY OF THE STATE
CONNECTICUT SECRETARY OF THE STATE

This is To Certify, that the Certificate of Amendment to the Articles of Incorporation of American Skandia Life Assurance Corporation, with respect to the change of name to Prudential Annuities Life Assurance Corporation has been reviewed and approved.

Witness my hand and official seal, at Hartford,

This eleventh day of June, 2007

A handwritten signature in black ink, reading "Thomas R. Sullivan".

Thomas R. Sullivan
Insurance Commissioner

STATE OF CONNECTICUT
OFFICE OF THE SECRETARY OF THE STATE } SS. HARTFORD

I hereby certify that this is a true copy of record
in this Office

In Testimony whereof, I have hereunto set my hand,
and affixed the Seal of said State, at Hartford,

this 5th day of December A.D. 2007

Susan Byniewicz JA

SECRETARY OF THE STATE