

846388

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP

WAIT

MAIL

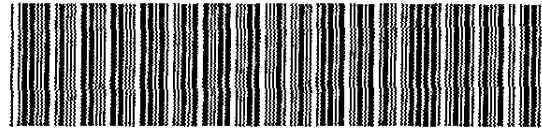
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



900016331729

04/23/03--01030--003 **43.75

FILED
03 APR 29 PM 12:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Handwritten initials and date: *CCP 5/5*

Life Division
U.S.A

Lucy Telles

Executive Assistant & Assistant Corporate Secretary

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

SCOR

April 18, 2003

RE: Company Name Change from Republic Vanguard Life Insurance Company
to SCOR Life Insurance Company

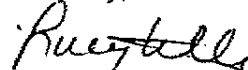
To Whom It May Concern:

In connection with the captioned enclosed are the following documents:

- Check in the amount of \$43.75 representing the filing fees
- Completed Transmittal Letter
- Completed Application Form
- Certified copy of Certificate of Authority issued by Domiciliary State

I look forward to receiving the Certificate of Good Standing. Thank you for your assistance. Please contact me direct at any of the numbers listed below if you have any questions or require additional information.

Sincerely,



Lucy Telles

Tel: 972-560-9502
Fax: 972-560-9535
e-mail: ltelles@scor.com

SCOR Life US Re Insurance Co. Tel + (1-972) 560-9500
Colonnade Building III, Suite 700 Fax + (1-972) 560-9535
15305 Dallas Parkway e-mail: uslife@scor.com
Addison, Texas 75001
United States

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Republic Vanguard Life Insurance Company
(Name of corporation)

DOCUMENT NUMBER: _____

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Lucy Telles
(Name of person)

SCOR Life Insurance Company
(Name of firm/company)

15305 Dallas Parkway, Ste. 700
(Address)

Addison, Texas 75001
(City/state and zip code)

For further information concerning this matter, please call:

Lucy Telles at (972) 560-9502
(Name of person) (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
409 E. Gaines Street
Tallahassee, FL 32399



RECEIVE

APR 29 2003

SCOR Life U.S. Re

FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

April 25, 2003

LUCY TELLES
SCOR
15305 DALLAS PARKWAY, SUITE 700
ADDISON, TX 75001

SUBJECT: REPUBLIC-VANGUARD LIFE INSURANCE COMPANY
Ref. Number: 846388

We have received your document for REPUBLIC-VANGUARD LIFE INSURANCE COMPANY and your check(s) totaling \$43.75. 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.

THE AMENDMENT MUST SHOW THE ACTUAL CHANGE OF NAME AND DATE OF NAME CHANGE IN TEXAS. WE DO NOT ACCEPT A SIMPLE CERTIFICATE OF STATUS.

PLEASE CORRECT THE DATE IN #3. THE DATE OF QUALIFICATION IN FLORIDA IS ~~JULY 7, 1980~~ 4/30/80

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) 245-6880.

Karen Gibson
Document Specialist

Letter Number: 503A00025194

Life Division
U.S.A

Lucy Telles
Executive Assistant & Assistant Corporate Secretary

Amendment Section
Attn. : Karen Gibson
Division of Corporations
STATE OF FLORIDA
P.O. Box 6327
Tallahassee, FL 32314

SCOR

April 29, 2003

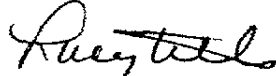
RE: Company Name Change from Republic Vanguard Life Insurance Company
to SCOR Life Insurance Company
No. 846388
Letter No. 503A00025194

Dear Ms. Gibson:

Following our telephone conversation Tuesday afternoon, enclosed is a corrected *Amendment to Application for Authorization to Transact Business in Florida* along with a certified copy of the Articles of Incorporation (and all amendments) reflecting the company name change.

Thank you for your assistance. Please let me know if you require anything further.

Sincerely,



Lucy Telles
Tel: 972-560-9502
Fax: 972-560-9535
e-mail: ltelles@scor.com

SCOR Life US Re Insurance Cy. Tel + (1-972) 560-9500
Colonnade Building III, Suite 700 Fax+ (1-972) 560-9535
15305 Dallas Parkway e-mail : uslife@scor.com
Addison, Texas 75001
United States

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.)

FILED
03 APR 29 PM 12:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION I
(1-3 MUST BE COMPLETED)

(Document number of corporation (if known))


1. Republic Vanguard Life Insurance Company
(Name of corporation as it appears on the records of the Department of State)
2. Texas (Incorporated under laws of) 3. JUNE 30, 1980 (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? February 13, 2003
5. SCOR Life Insurance Company
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)
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)


(Signature of the chairman or vice chairman of the board, president, or any officer, or if the corporation is in the hands of a receiver, trustee, or other court-appointed fiduciary, by that fiduciary)
Yves Corcos
(Typed or printed name)

April 7, 2003
(Date)
Chief Executive Officer
(Title)

No. **03-0103**

OFFICIAL ORDER
of the
COMMISSIONER OF INSURANCE
of the
STATE OF TEXAS
AUSTIN, TEXAS

Date: **FEB 13 2003**

Subject Considered:

REPUBLIC-VANGUARD LIFE INSURANCE COMPANY
Dallas, Texas
TDI No. 01-70420

AMENDMENT TO THE ARTICLES OF INCORPORATION

General remarks and official action taken:


On this day came on for consideration by the Commissioner of Insurance, the application of REPUBLIC-VANGUARD LIFE INSURANCE COMPANY, Dallas, Texas, for approval of an amendment to the Articles of Incorporation changing its name and home office from REPUBLIC-VANGUARD LIFE INSURANCE COMPANY, Dallas, Texas to SCOR LIFE INSURANCE COMPANY, Addison, Texas and for a Certificate of Authority evidencing such change. Since the amendment to the Articles of Incorporation involves only a name and home office change, a hearing is not required by law.

Action by REPUBLIC-VANGUARD LIFE INSURANCE COMPANY as required and permitted by TEX. INS. CODE ANN. art. 1.14 and art. 3.05, has been evidenced to the Commissioner of Insurance. The amendment is properly supported by the required documents, which evidence that the name SCOR LIFE INSURANCE COMPANY, is not so similar to that of any other insurance company as to be likely to mislead the public. The name change endorsement for SCOR LIFE INSURANCE COMPANY, Addison, Texas, Form No. SLI-2002 has been filed with the Life/Health Division of the Texas Department of Insurance.


Based upon the evidence submitted, it is hereby ORDERED by the Commissioner of Insurance, that such amendment be, and the same is hereby approved. It is further ORDERED that a Certificate of Authority be issued to SCOR LIFE INSURANCE COMPANY, Addison, Texas, evidencing the change effected by the amendment and that thereupon the prior Certificate of Authority No. 4029, dated October 5, 1965, be canceled.

JOSE MONTEMAYOR
COMMISSIONER OF INSURANCE

BY:


Godwin Ohaechesi, Director
Company Licensing & Registration
Order 01-0692

Recommended by:


Anna Ramos, Insurance Specialist
Company Licensing & Registration

Texas Department of Insurance

Financial Company Licensing & Registration, Mail Code 305-2C
333 Guadalupe • P. O. Box 149104, Austin, Texas 78714-9104

STATE OF TEXAS §
 §
COUNTY OF TRAVIS §

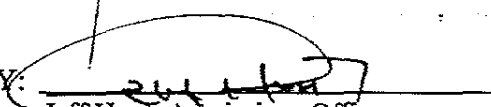
The Commissioner of Insurance, as the chief administrative and executive officer and custodian of records of the Texas Department of Insurance has delegated to the undersigned the authority to certify the authenticity of documents filed with or maintained by or within the custodial authority of the Company Licensing & Registration Division of the Texas Department of Insurance.

Therefore, I hereby certify that the attached documents are true and correct copies of the documents described below. I further certify that the documents described below are filed with or maintained by or within the custodial authority of the Company Licensing & Registration Division of the Texas Department of Insurance.

Articles of Incorporation and Amendments of SCOR LIFE INSURANCE COMPANY, Addison, Texas, formerly known as REPUBLIC-VANGUARD LIFE INSURANCE COMPANY, Dallas, Texas, consisting of forty-two (42) pages.

IN TESTIMONY WHEREOF, witness my hand and seal of office at Austin, Texas, this 12th day of March 2003.

JOSE MONTEMAYOR
COMMISSIONER OF INSURANCE

BY: 
Jeff Hunt, Admissions Officer
Company Licensing & Registration Division
Order No. 01-0692

ARTICLES OF AMENDMENT
BY THE SHAREHOLDERS
TO THE
ARTICLES OF INCORPORATION OF
REPUBLIC-VANGUARD LIFE INSURANCE COMPANY

Pursuant to the provisions of the Texas Business Corporation Act article 4.02 and article 4.04 and the Texas Insurance Code article 3.05, the undersigned Corporation adopts the following Articles of Amendment to its Articles of Incorporation.

ARTICLE ONE

The name of the Corporation is Republic-Vanguard Life Insurance Company.

ARTICLE TWO

Article One is deleted in its entirety and is amended to read:

“The name of this Corporation is SCOR Life Insurance Company.”

Article Three is deleted in its entirety and is amended to read:

“The principal office and place of business shall be located in the City of Addison, County of Dallas, State of Texas.”

ARTICLE THREE

The Amendments to the Articles of Incorporation were adopted by Unanimous Written Consent of the Sole Shareholder of Republic-Vanguard Life Insurance Company on December 6, 2001 and January 11, 2002, respectively.

ARTICLE FOUR

The number of shares of the Corporation outstanding and entitled to vote at the time of such adoption was 1,015,384.

ARTICLE FIVE

The holder of all shares outstanding and entitled to vote have signed a consent in writing adopting said amendment.

ARTICLE SIX

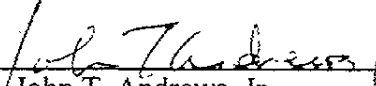
Does not apply.

ARTICLE SEVEN

Does not apply.

Dated: November 14, 2002

SCOR LIFE U.S. RE INSURANCE COMPANY

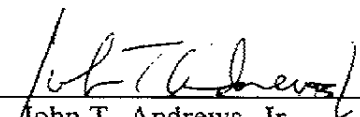


John T. Andrews, Jr.
Assistant Corporate Secretary

AFFIDAVIT

I, John T. Andrews, Jr., duly qualified Assistant Corporate Secretary of Republic-Vanguard Life Insurance Company (the "Company") do hereby certify that the Amendment to the Articles of Incorporation was approved by Written Consent of the Sole Shareholder of the Company, dated December 18, 2001, and that the facts set forth in the application to amend the attached Articles of Incorporation are true and correct.


IN WITNESS WHEREOF, I have set my hand and the seal of this Company this 14th day of November 2002.



John T. Andrews, Jr.
Assistant Corporate Secretary

State of New York
County of New York

Sworn to before me this 14th day of November 2002.



KAY MILLER
Notary Public, State of New York
No. 01MI6078442
Qualified in New York County
Commission Expires August 5, 2006