

F94000003280



Valuing Customers As Partners

Carol Curnes, Legal Department
P.O. Box 65721
West Des Moines, Iowa 50265-0721

January 29, 1999

Department of State
Attn: Amendment Section
Div. of Corporations
409 East Gaines St.
Tallahassee, FL 32399

100002762281--9

-02/02/99-81082-001

*****508 *****52.50

FILED
FEB -1 PM 1:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Name Change Filings for The Guidant Insurance Group

Effective February 1, 1999

One corporation and five insurance companies domiciled in the county of Polk and the state of Iowa, and licensed to do business in your state are seeking approval to change their names from:

Guidant Financial Group, Inc.	to	GuideOne Financial Group, Inc.
Guidant Life Insurance Company	to	GuideOne Life Insurance Company
Guidant America Insurance Company	to	GuideOne America Insurance Company
Guidant Elite Insurance Company	to	GuideOne Elite Insurance Company
Guidant Mutual Insurance Company	to	GuideOne Mutual Insurance Company
Guidant Specialty Mutual Insurance Company	to	GuideOne Specialty Mutual Insurance Company

Enclosed please find original and certified documents requested by the Secretary of State's office for a new Certificate of Status reflecting the new name. We are seeking approval on or about February 1, 1999. Please date stamp a copy of the cover letter and return it in the self-addressed stamped envelope provided for your convenience.

TLL

FEB 8

1999

NC

Guidant Mutual Insurance Company
Guidant Specialty Mutual Insurance Company
Guidant Life Insurance Company
Guidant Elite Insurance Company
Guidant Casualty Insurance Company
Guidant Lloyds Insurance Company
Guidant America Insurance Company

You will find the following documents for each company:

- ◆ Application for Amended Certificate of Status;
- ◆ Certified Copy of Amended Articles;
- ◆ Checks for Fee to Process Application.

If you have any questions or need additional information, please contact Carol Curnes at 515-267-5728.

Very truly yours,



Carol A. Curnes
Legal Assistant

**APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE
AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**
(Pursuant to s. 607.1504, F.S.)

(1-3 must be completed)

FILED
99 FEB - 1 PM 1:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- (4-7 complete only the applicable changes)

- 1/28/99 _____
Date
Secretary _____
Title _____

157777

SPECIAL MEETING OF THE SHAREHOLDERS ADOPTING
AMENDMENT TO THE ARTICLES OF INCORPORATION
OF THE GUIDANT FINANCIAL GROUP, INC.

RECEIVED
SECRETARY OF STATE
IOWA
JAN 22 PM 3:01

A Special Meeting of the Shareholders of The Guidant Financial Group, Inc. was held at 10:00 a.m., Wednesday December 23rd, 1998, at 1111 Ashworth Road, West Des Moines, Iowa. All Shareholders were represented at said meeting and all notice requirements were waived by assent of the Shareholders. The following Amendment was adopted by a unanimous vote of Shareholders present or represented:

RESOLVED,

That Article I of the Articles of Incorporation of The Guidant Financial Group, Inc. be amended as follows:

ARTICLE I


The name of the corporation is GuideOne Financial Group, Inc.

This amendment shall become effective February 1, 1999.

WHEREFORE, pursuant to the foregoing action of the Special Meeting of said corporation, I the Chairman of the Board of Directors of said corporation have executed this instrument and do hereby sign and acknowledge the same for and on behalf of the said corporation this 23rd day of December, 1998.


Chairman, Board of Directors

Attest:


Secretary

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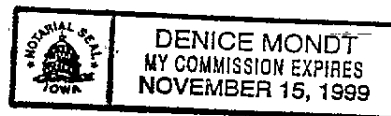
② 00628

STATE OF IOWA)
)
COUNTY OF POLK) SS

BE IT REMEMBERED that on this 23rd day of December, 1998, before me, a Notary Public in and for said County and State, personally appeared Darryl D. Hansen, who being duly sworn did say that he is the Chairman of the Board of Directors of The Guidant Financial Group, Inc., West Des Moines, Iowa, and that the foregoing instrument was signed on behalf of said corporation by authority of its shareholders and that he acknowledged said instrument to be the voluntary act and deed of said corporation by them voluntarily executed.



NOTARY PUBLIC, STATE OF IOWA



FILED
IOWA
SECRETARY OF STATE


1-22-99

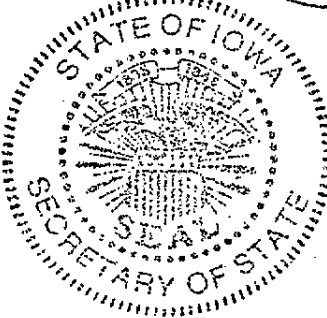
3:01 pm

W203937



00629





STATE OF IOWA
SECRETARY OF STATE

STATE OF IOWA
Secretary of State Office

8239

I hereby certify that this is a true and complete document(s) to which the seal is affixed as filed in this office beginning 22nd day of January 1999 to and including the date below.

DATED January 25, 1999

Chas. J. Butler
Secretary Of State

BY: Dean Burdette

2 pgs