

F94000004265



SafeHealth Life Insurance Company, Inc.

14800 Landmark Boulevard, Suite 700

Dallas, Texas 75240

(214) 661-5848 Phone

(214) 392-0237 Facsimile

October ²⁷~~24~~, 1997

100002340481--6

11/06/97--01002--052

*****35.00 *****35.00

PERSONAL & CONFIDENTIAL

Susan Payne
Florida Department of Insurance
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

FILED STATE
SECRETARY OF CORPORATIONS
97 OCT 30 PM 3:10

**Re: SafeHealth Life Insurance Company, Inc., a Texas corporation's
Application for Amendment to its Certificate of Authority in the State of
Florida**

Dear Ms. Payne:

SafeHealth Life Insurance Company, Inc., a Texas corporation ("SafeHealth"), formerly Consumers Life Insurance Company of North Carolina, a Texas corporation ("Consumers"), is in receipt of the State of Florida Department of State's ("Department") facsimile letter dated October 21, 1997, for additional documents and certification to facilitate the completion of SafeHealth's name change application for the State of Florida.

As you know, Consumers was redomesticated from the State of North Carolina to the State of Texas. The North Carolina Department of Insurance approved the redomestication by Order dated May 13, 1997, a true and correct copy is attached hereto as Exhibit "1". Whereas, the Texas Department of Insurance ("Texas DOI") approved the redomestication by Order dated May 23, 1997, a true and correct copy is attached hereto as Exhibit "2".

As part of the approval process for the acquisition of Consumers by SafeGuard Health Enterprises, Inc., a Delaware corporation ("Enterprises"), Enterprises filed a Form "A" Acquisition Statement with the Texas DOI, a true and correct copy without exhibits is attached hereto as Exhibit "3". By Order dated July 7, 1997, the Texas DOI approved the acquisition of Consumers by Enterprises, a true and correct copy is attached hereto as Exhibit "4".

voided rev. 9/26/97
SF

Withdrawal
SF 10/30/97



Susan Payne
Florida Department of Insurance
Division of Corporations
Re: SafeHealth Life Insurance Company, Inc.
October 24, 1997
Page 2 of 2


Please find enclosed as Exhibit "5," a completed and executed application withdrawing the authority of SafeHealth Life Insurance Company, a California corporation, to transact business in the State of Florida, along with a check in the amount of \$35.00 representing the applicable filing fee for such withdrawal application. As you requested, such withdrawal will allow the Department to grant Consumers its name change to SafeHealth.

Please find enclosed as Exhibit "6", a certified copy of the Certificate of Authority issued to SafeHealth by the Texas DOI, evidencing the change in domicile from North Carolina to Texas, and the official name change of Consumers to SafeHealth.

Also, please find enclosed a duplicate copy of this transmittal letter to be file-stamped by the Department as "received," and to be returned in the self-addressed, stamped envelope included for your convenience.

We trust that this submission provides the Department with the complete and accurate information relating to the amendment to SafeHealth's Certificate of Authority in the State of Florida. Should you have any questions or comments regarding any of the attached documents, please do not hesitate to contact me directly at (714) 758-4329, or Todd M. Ebersole, Associate Counsel, at (714) 758-4317.

Yours truly,



RONALD I. BRENDZEL
Senior Vice President and General Counsel

RIB:tbe

Attachments

cc: Carlos Ferrera, Vice President Operations
Todd M. Ebersole, Associate Counsel





FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 1, 1997

TODD M. EBERSOLE, ASSOCIATE COUNSEL
SAFEHEALTH LIFE INSURANCE COMPANY
P. O. BOX 61067
ANAHEIM, CA 92803-6197

SUBJECT: SAFEHEALTH LIFE INSURANCE COMPANY
Ref. Number: F94000004265

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

We read your letter of June 12, from the Department of Insurance stating your application has been removed from the review process and is no longer being considered. Because we are two different filing offices, you are still required to file the attached form.

A foreign corporation authorized to transact business or conduct its affairs in Florida may withdraw its authority by completing the enclosed withdrawal application and submitting the appropriate fee.

The fee to file articles of dissolution or a certificate of withdrawal is \$35. For each certified copy requested, please add an additional \$52.50.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 597A00039314

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

SafeHealth Life Insurance Company
(Name of Corporation)

California
(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.

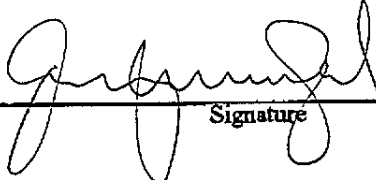
The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

505 North Euclid Street
(Mailing Address)

Anaheim, California 92801
(City/ State /Zip)

FILED STATE
SECRETARY OF CORPORATIONS
97 OCT 30 PM 3:10

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



Signature
Senior Vice President
Title
Ronald I. Brendzel, J.D.
Typed or printed name
10/21/97
Date