

ACCOUNT NO.

072100000032

REFERENCE

577947

AUTHORIZATION

COST LIMIT : \$ 35

ORDER DATE: February 4, 2000

ORDER TIME :

2:21 PM

ORDER NO. : 577947-025

CUSTOMER NO: 7142107

** 500003130105--9.

CUSTOMER:

Ms. Donnilee Gray

Lincoln National Corporation

1700 Magnavox Way

One Reinsurance Place Fort Wayne, IN 46804

FOREIGN FILINGS

NAME:

UNDERWRITERS & MANAGEMENT

SERVICES, INC.

PROFIT

NON-PROFIT

XX CORPORATE

LIMITED PARTNERS

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

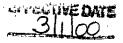
CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christine Lillich

Obease note: Certification by home state on 2/16 back page of document. Christine 521-0821



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.)

	TION I E COMPLETED)	‡ _{SF}
Underwriters & Management Services, Inc.		FILE FILE
^¹ <u></u>	n the records of the Department of State.	First 2 O
2. Indiana Incorporated under laws of	3. June 12, 1995 Date authorized to do business	5
SEC (4-7 complete only t	TION II HE APPLICABLE CHANGES)	
4. If the amendment changes the name of the corporation	n, when was the change effected under	the laws of
its jurisdiction of incorporation? Filed 1/31/2	000 Effective date 3/1/2000	
 Lincoln Re Risk Management Services, Inc. Name of corporation after the amendment, adding suffix "corporation not contained in new name of the corporation. If the amendment changes the period of duration, indi 		oriate abbreviation, if
no change	Duration	
no change	urisdiction	
Alwald. Marts. Signature	February 3 , 2000 Date	-A
Edward B. Martin	Vice President	
Typed or printed name	Title	



ARTICLES OF AMENDMENT OF THE ARTICLES OF INCORPORATION

State Form 38333 (R8 / 12-96) Approved by State Board of Accounts 1995



SUE ANNE GILROY SECRETARY OF STATE CORPORATIONS DIVISION 302 W. Washington St., Rm. E018 Indianapolis, IN 46204 Telephone: (317) 232-6576

INSTRUCTIONS: Use 1/2" x 11" white paper for inserts.

Present original and two copies to address in upper right hand corner of this

Indiana Code 23-1-38-1 et seq.

Please TYPE or PRINT.	Filing Fee: \$30.00
ARTICLES OF AMENDMENT OF THE	The state of the s
ARTICLES OF INCORPORATION OF	<u>. </u>
me of Corporation	Date of incorporation
Underwriters & Management Services, Inc.	June 22, 1983
a undersigned officers of the above referenced Corporation (hereinafter referred to as the "Corporation") existing	g pursuant to the provisions of: (indicate appropriate act)
Indiana Business Corporation Law Indiana Professional Corporation Act of 1983	
as amended (hereinafter referred to as the "Act"), desiring to give notice of corporate action effect of its Articles of Incorporation, certify the following facts:	tuating amendment of certain provisions
ARTICLE I Amendment(s)	and the second of the second o
e exact text of Article(s) 1, Section 1	of the
tides	W DIO
(NOTE: If amending the name of corporation, write Article "I" in space above and write "Ti below.)	he name of the Corporation Is
The name of the Corporation is Lincoln Re $\overline{ ext{Ris}}$	k Management Services. Inc.
	, , , , , , , , , , , , , , , , , , , ,
THIS CHANGE SHALL BE EFFECTIVE MARCH 1, 2000.	
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ARTICLE II	and the same of th
of each amendment's adoption:	
January 12, 2000	· · · · · · · · · · · · · · · · · · ·

				44	
Acres					
	1				
		ARTICLE III Manner o	f Adoption and Vote		
Mark applicable s requires sharehol	ection: NOTE - Only in limited situa der approval, Section 2 must be m	ations does Indiana law parked and either A or B o	èrmit an Amendment without s ompleted.	hareholder approval. Because a nam	ne change
1	his amendment was adopted by the	Board of Directors or in		tion was not required.	
a	he shareholders of the Corporation mendment was adopted by: (Share	entitled to vote in respect sholder approval may be	t to the amendment adopted the	e proposed amendment. The	
A.	Vote of such shareholders during a	a meeting called by the B	oard of Directors. The result of s	such vote is as follows:	Ì
	Shares entitled to vote.	100000000000000000000000000000000000000	er i i i i i i i i i i i i i i i i i i i	t mentatricity on committee Tile (1997)	
	Number of shares represen	ted at the meeting.		en la discontrata de deservación.	
	Shares voted in favor.		· · · · · · · · · · · · · · · · · · ·		
	Shares voted against.		and the state of t	Marking to the season of the s	ĺ
В.	Unanimous written consent exec	cuted on January	12 <u>XX2000</u> and	signed by all shareholders entitled	d to vote.
ARTICLE IV Compliance with Legal Requirements					
The manner with the prov	of the adoption of the Articles o isions of the Act, the Articles of	f Amendment and the Incorporation, and the	vote by which they were add		nce
i hereby ver of <u>Janu</u> a	ify, subject to the penalties of ary	perjury, that the stat	ements contained herein a	re true, this 26th day	,
Signature of current offic	cer or chairman of the board	F	rinted name of officer or chairman of	of the board	
-	in Wallac	i	Ann Wallace		
Signature's title	1 -				
COO & V10	ce President		<u>. —</u> .		

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UNDERWRITERS & MANAGEMENT SERVICES, INC.

I, Cynthia A. Rose, hereby certify that I am the duly elected and qualified Secretary of Underwriters & Management Services, Inc. (the "Corporation"), that the following is a true and correct copy of a resolution adopted by the Board of Directors on January 12, 2000, and that such resolution is in full force and effect as of the date hereof:

"WHEREAS, The Board of Directors believes it is advisable and in the best interests of the Corporation and its shareholder that the Articles of Incorporation of the Corporation be amended to change the name of the Corporation.

RESOLVED, That Article I of the Articles of Incorporation be amended in its entirety to read as follows:

"The name of the Corporation shall be Lincoln Re Risk Management Services, Inc."

RESOLVED FURTHER, That the officers of the Corporation are authorized and directed to take all actions which they deem necessary and appropriate to effect the intent of this resolution."

In Witness Whereof, I have hereunto affixed my name as Secretary of said Corporation this 21st day of January, 2000.

Anthia A. Rose, Secretary

STATE

GENERAL STATE

AND SECRETARY OF State

FIGURE 18 AND STATE

DATE BY COLUMN 18 AND STATE

PROPERTY OF STATE

AND SECRETARY OF STATE

STATE