



CAPITAL INVESTORS LIFE INSURANCE COMPANY

F95000004854

Karen Beyer
Florida Department of State
Division of Corporations
Tallahassee, Florida 32314

900001607119
-10/11/95--01096--001
****157.50 ****157.50

RE: Application By Foreign Corporation for Authorization to Transact Business in Florida for Capital Investors Life Insurance Company

Dear Ms. Beyer,

As we discussed two weeks ago on the telephone, I am submitting the Application By Foreign Corporation for Authorization to Transact Business in Florida for Capital Investors Life Insurance Company ("Capital Investors").

You will recall that Capital Investors was a Florida insurance company that was acquired by Security National Financial Corporation in December 1994. Simultaneously with the acquisition, Capital Investors was redomesticated from Florida to the State of Utah, which is its current domiciliary state. As a result of this redomestication, Capital Investors is required to re-qualify to do business in the State of Florida as a Utah company.

In order to re-qualify Capital Investors to transact business, pursuant to your request, I have enclosed the following information:

1. Application by Foreign Corporation for Authorization to Transact Business in Florida.
2. Articles of Dissolution.
3. Transmittal Letter.
4. Certification of Good Standing.
5. Approval Documents from the State of Florida.
6. Approval Documents from the State of Utah.
7. Appropriate Fees totaling \$157.50.

Thank you for your cooperation in this matter and if you require any further information, please call me at (801) 264-1060.

Very truly yours,

CAPITAL INVESTORS LIFE
INSURANCE COMPANY

Peter M. de Jonge

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 OCT -6 PM 2:15

HK 10/6

Enclosures:
PMdJ/cmw

P.O. BOX 57007 / SALT LAKE CITY, UTAH 84157-0007 / (801) 264-1060

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Capital Investors Life Insurance Company
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Peter M. de Jonge

(Name of Person)

Capital Investors Life Insurance Company

(Firm/Company)

P. O. Box 57007

(Address)

Salt Lake City, UT 84157-0007

(City/State/Zip)

Should you need to call someone concerning this matter, please call:

Peter M. de Jonge

(Name of Person)

at (801) 264-1060

(Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TO TRANSACT BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE
STATE OF FLORIDA:**

1. Capital Investors Life Insurance Company
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Utah
(State or country under the law of which it is incorporated)
3. 36-2610791
(FEI number, if applicable)
4. December 29, 1994
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.135, F.S.))
7. Capital Investors Life Insurance Company
P. O. Box 57007 Salt Lake City, UT 84157-0007
(Current mailing address)
8. To write, underwrite, and sell life and disability insurance
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. **Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box acceptable)**
Name: CT Corporation System
Office Address: 1200 South Pine Island Road
Plantation, Florida, 33324
(Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Marcia J. Sunahara

(Registered agent's signature)

Marcia J. Sunahara, Asst. Vice President

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 OCT -6 PM 2:05

addresses of officers and/or directors: (Street address ONLY- P. O. Box acceptable)

ORS (Street address only- P. O. Box NOT acceptable)

George R. Quist

Address: 5300 S. 360 W. Suite 310, Salt Lake City, UT 84123

Vice Chairman:

Address:

Director: Scott M. Quist

Address: 5300 S. 360 W. Suite 310 Salt Lake City, UT 84123

Director: William C. Sargent

Address: 5300 S. 360 W. Suite 310 Salt Lake City, UT 84123

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: George R. Quist

Address: 5300 S 360 W Suite 310 Salt Lake City, UT 84123

Vice President: Scott M. Quist

Address: 5300 S 360 W Suite 310 Salt Lake City, UT 84123

Secretary: William C. Sargent

Address: 5300 S. 360 W. Suite 310 Salt Lake City, UT 84123

Treasurer: Scott M. Quist

Address: 5300 S 360 W Suite 310 Salt Lake City, UT 84123

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

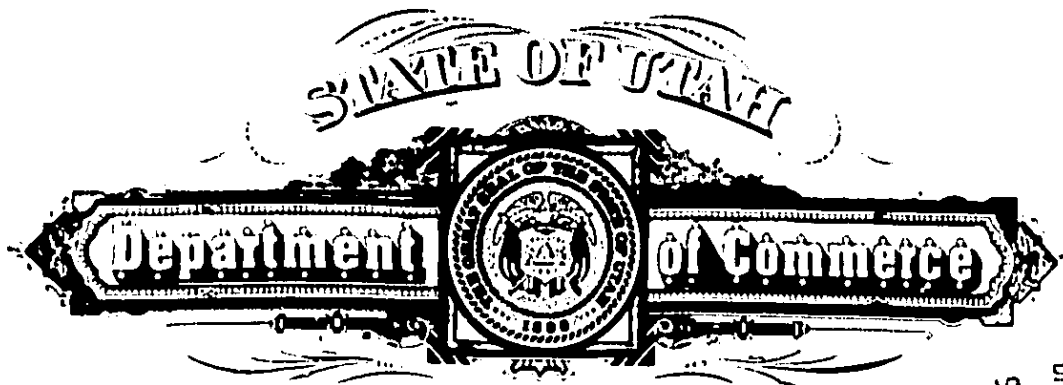
13.

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14.

Scott M. Quist, Vice President & Treasurer

(Typed or printed name and capacity of person signing application)



CERTIFICATION OF GOOD STANDING

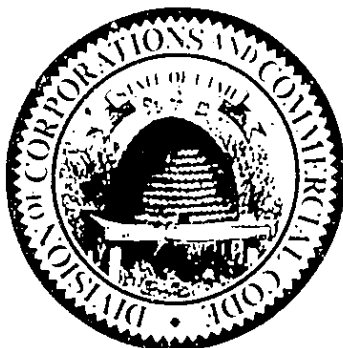
THE UTAH DIVISION OF CORPORATIONS AND COMMERCIAL
CODE HEREBY CERTIFIES THAT

CAPITAL INVESTORS LIFE INSURANCE COMPANY

is a Utah corporation and is qualified to transact business in the State of Utah, and that its most recent annual report required by Utah law has been filed, and that Articles of Dissolution have not been filed. A Certificate of Incorporation was issued from this office on *December 29, 1994* and said corporation is in good standing, as appears of record in the offices of the Division.

This certification is not intended to reflect the financial condition, business activity or practices of this corporation.

File Number: *CO 171193*



Dated this 22nd day
of August, 19 95.

Korla S. Woods

Korla T. Woods
Director, Division of
Corporations and Commercial Code

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 OCT -6 PM 2:05

F95000004854

MACKEY PRICE & WILLIAMS

A Professional Corporation
Attorneys and Counselors at Law

Randall A. Mackey

900 First Interstate Plaza
170 South Main Street
Salt Lake City, Utah 84101-1655

Telephone (801) 575-5000
Fax (801) 575-5006

April 10, 1996

VIA FEDERAL EXPRESS

Amendment Section
Florida Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

800001777488
-04/11/96--01113--013
*****35.00 *****35.00

Re: Capital Investors Life Insurance Company

Ladies and Gentlemen:

Enclosed please find a check payable to the Florida Division of Corporations in the amount of \$35.00 and a completed Application by Foreign Profit Corporation to File Amendment to Application for Authorization to Transact Business in Florida, changing the name of Capital Investors Life Insurance Company to Security National Life Insurance Company. Also enclosed is an original Certified Copy of the Articles of Amendment to Articles of Redomestication.

If you require any additional information to appropriately record the name change on your records, please contact the undersigned at your convenience.

Very truly yours,

Randall A. Mackey

Randall A. Mackey

Enclosures
RAM:dt

SH 4/15
NC
96 APR 11 PM 1:08
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR 11 PM 1:09

1. Capital Investors Life Insurance Company
Name of corporation as it appears on the records of the Department of State.
2. Utah 3. December 29, 1994
Incorporated under laws of 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? March 11, 1996

5. Security National Life Insurance Company
Name of corporation after the amendment, adding suffix "corporation" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation. The name cannot contain the word "company" or its abbreviation "Co."

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


Signature

April 10, 1996
Date

William Sargent
Typed or printed name

Secretary
Title



State of Utah
INSURANCE DEPARTMENT

Michael O. Leavitt
Governor
Robert E. Wilcox
Commissioner

State Office Building, Room 3110
Salt Lake City, Utah 84114-8901
(801) 538-3800
FAX (801) 538-3829

IT IS HEREBY CERTIFIED THAT THE ANNEXED:

ARTICLES OF AMENDMENT TO
ARTICLES OF REDOMESTICATION

OF

CAPITAL INVESTORS LIFE INSURANCE COMPANY
Utah Domestic Company

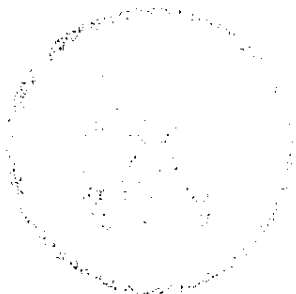
Dated

March 7, 1996

IS A TRUE AND CORRECT COPY OF THE ABOVE-MENTIONED DOCUMENT ON FILE
WITH THE STATE OF UTAH INSURANCE DEPARTMENT.

IN TESTIMONY WHEREOF, I hereto subscribe my
name and affix the official seal of my office at Salt
Lake City, Utah this date **April 4, 1996**

ROBERT E WILCOX, ASA, FCA, MAAA
Insurance Commissioner





Joyce Roberts
Financial Examination Division



ARTICLES OF AMENDMENT
TO THE
ARTICLES OF REDOMESTICATION
OF
CAPITAL INVESTORS LIFE INSURANCE COMPANY

RECEIVED

MAR - 7 1996

Utah Div. of Corp.
& Comm. Code

APPROVED

MAR 07 1996

Utah Insurance Dept.

1. The name of this corporation is Capital Investors Life Insurance Company (the Corporation").
2. Article I of the Articles of Redomestication of this Corporation is amended and restated to read in its entirety as follows:

"ARTICLE I - CORPORATE NAME

The name of the Corporation is Security National Life Insurance Company."

3. The foregoing amendment to the Articles of Redomestication was adopted on February 20, 1996, in accordance with the requirements of Sections 16-10a-1003 and 16-10a-1006 of the Utah Revised Business Corporation Act.

4. At the time of adoption the foregoing amendment to the Articles of Redomestication, the Corporation had 15,000 shares of Common Stock outstanding. The Corporation has not issued any shares of Preferred Stock.

5. The total number of shares of Common Stock voting for amendment was 15,000 shares, representing all of the issued and outstanding shares of Corporation's Common Stock.

IN WITNESS WHEREOF, these Articles of Amendment to the Articles of Redomestication are hereby executed, effective as of this 22nd day of February, 1996.

State of Utah
Department of Commerce
Division of Corporations and Commercial Code

I hereby certify that the foregoing has been filed
and approved on the 27 day of March 1996
in the office of this Division and hereby issue
this Certificate thereof.

Examiner



M.S.N.L.

KORLA T. WOODS
Division Director


Scott M. Quist
First Vice President, General
Counsel and Treasurer

6067000154