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**Liberty
Mutual®**

Liberty Mutual Group

Liberty Life Securities LLC
100 Liberty Way
Dover, NH 03820
(603) 749-2600 Phone
(603) 742-1352 Fax

July 31, 2003

Division of Corporations
Attn: Registration Section
P.O. Box 6327
Tallahassee, FL 32314

To Whom It May Concern:

Please find the attached Articles of Amendment to Articles of Organization form for Liberty Life Securities LLC. We recently had some changes to our Board of Managers, including the Chairman of the Board. I have attached a complete listing of them to this amendment. I have also attached check #58864077 in the amount of \$25.00 to cover the filing fees.

If you have any questions, please feel free to call me at (800)451-7065 ext. 36314.

Sincerely,

Vicki L. Laplume
Registration Specialist

attachments

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TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF

Liberty Life Securities LLC

(Present Name)
(A Florida Limited Liability Company)

FIRST: The date of filing of the articles of organization was July 31, 2003

SECOND: The following amendment(s) to the articles of organization was/were adopted by the limited liability company:

Changes were made to our
Board of Managers, including
the Chairman of the Board.

- Please see the attached list.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dated July 31, 2003

John I. Treace
Signature of a member or authorized representative of a member

John I. Treace

Typed or printed name of signee

Filing Fee: \$25.00

Liberty Life Securities LLC dba LLS Insurance Agency

List all Officers, Directors, Managers, and those Members that own 10% or more of the membership interests of the organization.

Title	Last Name	First Name	Middle Name	Business Address	Residence Address	SS/FEIN #	% of Ownership
President & Chief Compliance Officer	Treece	John	Thomas, Jr.	100 Liberty Way, Dover, NH 03820	221 Cushing Road, Newmarket, NH 03857	487-46-6389	0%
Vice President of Administration	Deaney	Anne	Geradine	100 Liberty Way, Dover, NH 03820	27 Langdale Drive, Hampton, NH 03842	185-36-5853	0%
Vice President	Ostrow	Gary	Jay	175 Berkeley Street, Boston, MA 02117	10 Wadsworth Way, Sharon, MA 02067	507-78-4649	0%
Secretary	Legg	Dexter	Robert	175 Berkeley Street, Boston, MA 02117	846 Middle Street, Portsmouth, NH 03801	034-36-8104	0%
Treasurer	Dillon	Margaret		175 Berkeley Street, Boston, MA 02117	14 Barnstable Road, Norfolk, MA 02056	114-44-3116	0%
Asst Secretary	O'Connell	William	John	175 Berkeley Street, Boston, MA 02117	26 Wendell Park, Milton, MA 02186	030-42-2773	0%
Asst Secretary	Pugh	James	Robert	175 Berkeley Street, Boston, MA 02117	65 Colburn Road, Wellesley, MA 02481	270-50-7564	0%
Asst Secretary	Rabkin	Lea	Woodkoski	175 Berkeley Street, Boston, MA 02117	9 Hawthorne Place, Boston, MA 02114	002-38-2665	0%
Asst Secretary	Bainton	Diane	Snow	175 Berkeley Street, Boston, MA 02117	41 Boxford Road, Ipswich, MA 01938	002-40-7975	0%
Asst Secretary	Anderson	Brian	Joseph	100 Liberty Way, Dover, NH 03820	90 Longmarsh Road, Durham, NH 03824	017-46-0172	0%
Asst Treasurer	Batza	Stephen	Michael	100 Liberty Way, Dover, NH 03820	53 Gale Road, Hampton, NH 03842	060-44-4838	0%
Asst Treasurer	Coyfe	Juliana	Marie	175 Berkeley Street, Boston, MA 02117	401 Washington St., Brookline, MA 02446	069-40-2732	0%
Director			none				0%
Chairman of the Board	Condrin	James	Paul III	175 Berkeley Street, Boston, MA 02117	8 Pettee's Pond Lane, Walpole, MA 02081	010-38-7389	0%
Manager	Langwell	Dennis	J.	175 Berkeley Street, Boston, MA 02117	7 Jackson Circle, Franklin, MA 02038	036-40-7851	0%
Manager	Condrin	James	Paul III	175 Berkeley Street, Boston, MA 02117	8 Pettee's Pond Lane, Walpole, MA 02081	010-38-7389	0%
Manager	Fontanes	Anthony	Alexander	175 Berkeley Street, Boston, MA 02117	18 Clark Road, Hingham, MA 02043	115-46-9649	0%
Manager	Mansfield	Christopher	Charles	175 Berkeley Street, Boston, MA 02117	50 Woodleigh Road, Dedham, MA 02026	013-40-4714	0%
Manager	Tymochko	John	Alan	100 Liberty Way, Dover, NH 03820	4 Bradley Lane, North Hampton, NH 03862	174-40-3667	0%
Member				Liberty Life Assurance Company of Boston*	175 Berkeley Street, Boston, MA 02117	04-6076039	100%

* Liberty Life Assurance Company of Boston is 100% owned by Liberty Mutual Property-Casualty Holding Corporation, which in turn is 90% owned by Liberty Mutual Insurance Company and 10% owned by Liberty Mutual Fire Insurance Company

as of June 27, 2003

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