

P18038

Florida Department of State
Division of Corporations
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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COR AMND/RESTATE/CORRECT OR O/D RESIGN

COLUMBIA UNIVERSAL LIFE INSURANCE COMPANY

Certificate of Status	1
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Page Count	03
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DIVISION OF CORPORATIONS

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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)

P18038

(Document number of corporation (if known))

1. Columbia Universal Life Insurance Company

(Name of corporation as it appears on the records of the Department of State)

2. Texas

(Incorporated under laws of)

3. February 16, 1988

(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 30, 2007

5. LifeSecure Insurance Company

(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

Michigan

(New jurisdiction)

E. Lisa Wendt
(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

E. Lisa Wendt

(Typed or printed name of person signing)

President

(Title of person signing)

CERTIFICATE OF AUTHORITY - DUPLICATE

Office of Financial and Insurance Services

Effective Date: March 30, 2007

THIS IS TO CERTIFY, that

LIFESECURE INSURANCE COMPANY
(Michigan stock insurer)
NAIC No. 77720

is authorized in Michigan to transact the business of insurance, as defined in

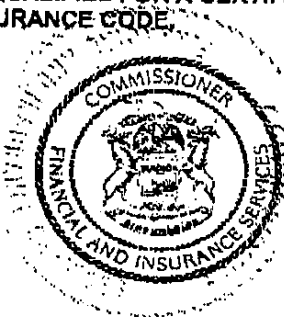
Chapter 06 - Section 602 - Life & Annuities

Chapter 06 - Section 606 - Disability

of P.A. 218 of 1956 as amended, The Michigan Insurance Code, so long as the insurer continues to conform to the authority granted by this certificate, its corporate articles, the requirements of P.A. 218 of 1956 and all amendments to it and any limitations, conditions or other matters which have been agreed to from time to time between the insurer and the Commissioner.

This Certificate of Authority is granted subject to the laws of the state of Michigan and, as set forth in Sections 405 and 405a of the Michigan Insurance Code (MCL 500.405 and 500.405a), shall be:

AUTOMATICALLY REVOKED 90 DAYS AFTER A CHANGE OF CONTROL WHICH HAS NOT RECEIVED PRIOR APPROVAL OR 90 DAYS AFTER THE INSURER OR AN AFFILIATED INSURER IS MADE SUBJECT TO FORMAL DELINQUENCY PROCEEDINGS UNLESS THE INSURER REQUALIFIES FOR A CERTIFICATE OF AUTHORITY UNDER THE PROVISIONS OF THE MICHIGAN INSURANCE CODE.



CERTIFIED COPY

June 06, 2007

Marilyn Ryspecke

Office of Financial & Insurance Services

State of Michigan
Department of Labor & Economic Growth
**CERTIFICATION OF ARTICLES OF
INCORPORATION OR AMENDMENTS TO
ARTICLES OF INCORPORATION**

Office of Financial & Insurance Services

P. O. Box 30220
Lansing, MI 48909

I, Linda A. Watters, Commissioner
have examined the

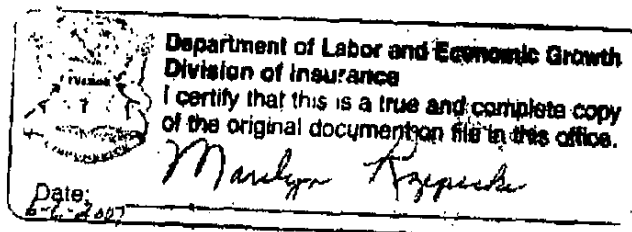
Amendment to the Articles of Incorporation of
COLUMBIA UNIVERSAL INSURANCE COMPANY

and certify that the same is in accordance with the requirements
of the act under which this company is organized.



Signed this 30th day of March, 2007
at Lansing, Michigan

Linda A. Watters
Linda A. Watters
Commissioner





STATE OF MICHIGAN

Attorney General's Department
Lansing, Michigan

I **Hereby Certify**, That I have examined the

AMENDMENT TO ARTICLES OF INCORPORATION
OF
COLUMBIA UNIVERSAL LIFE INSURANCE COMPANY

and find the same in accordance with the requirements of the statutes of the State of Michigan and not in conflict with the Constitution of this State.

Dated at Lansing, Michigan, this 13th day of March, 2007.

A handwritten signature in cursive script, reading "Christopher L. Kerr", written over a horizontal line.

Christopher L. Kerr
Assistant Attorney General

No. 853

Amendment or Restatement of Michigan Articles of Incorporation

PAGE 1 of 2

Fees and attachments must accompany this filing.
Please use the checklist and remittance stub on
page 2 of this form to complete your filing.

Validation code: 96-11-88 25.00

Name of Corporation Columbia Universal Life Insurance Company		This corporation is organized under the provisions of Public Act 218 of 1956, as amended; Chapter <u>50 and 52</u>														
Details about meeting where amendment vote was taken Type of meeting (select one): <input type="checkbox"/> Annual <input checked="" type="checkbox"/> Special Date of meeting: 12-14-06		The vote on amendments was:														
City meeting was held in: Brighton, Michigan		<table border="1"> <thead> <tr> <th></th> <th>In person</th> <th>By proxy</th> <th>Total</th> </tr> </thead> <tbody> <tr> <td>Votes FOR</td> <td>All Shares</td> <td>-0-</td> <td>All Shares</td> </tr> <tr> <td>Votes AGAINST</td> <td>-0-</td> <td>-0-</td> <td>-0-</td> </tr> </tbody> </table>				In person	By proxy	Total	Votes FOR	All Shares	-0-	All Shares	Votes AGAINST	-0-	-0-	-0-
	In person	By proxy	Total													
Votes FOR	All Shares	-0-	All Shares													
Votes AGAINST	-0-	-0-	-0-													

THE ARTICLES OF INCORPORATION ARE TO BE AMENDED AS FOLLOWS: (attach additional sheets if necessary)

Amending only-List article amended, and state the amendment.

Amending & Restating-List article amended, and state the amendment, then restate articles including amendment.

Article I of the Articles of Incorporation is amended as follows:

Article I

The name of the corporation is LifeSecure Insurance Company.

The corporation's principal office for the transaction of business shall be in the County of Livingston in the State of Michigan.

The corporation's street address shall be as filed with the Commissioner of the Office of Financial and Insurance Services in the corporation's most recently filed annual or quarterly statement.

Corporate Certification

We certify that we are the president and secretary of this corporation, transacting business under Michigan Public Act 218 of 1956 as amended. Notice of the intention to amend the articles of incorporation was given to the members or stockholders of this corporation in compliance with §500.5214 of the Michigan Insurance Code. After providing proper notice, a meeting was held and it was resolved by the required vote of stockholders or members to amend or restate the articles of incorporation, details of which are described above.

Signature of the President of the corporation <i>E. Lisa Wendt</i> Date: 12/14/06	Signature of the Secretary of the corporation <i>Sarilyn Hogan</i> Date: 12/14/06
President's name typed or printed E. Lisa Wendt	Secretary's name typed or printed Sarilyn Hogan

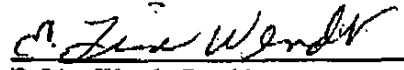
Our web address is: www.dfs.state.mi.us/dfs
Our toll free phone number is: 1-877-999-6442

P.A. 218 of 1956 as amended requires submission of this form by domestic insurance corporations that intend to amend their articles of incorporation. Amendments are not approved until this form is filed with, and approved by, the Commissioner.

WAIVER AND CONSENT

Verde Financial Corporation, which is the sole shareholder of all the issued and outstanding shares of stock of Columbia Universal Life Insurance Company, being present at the Special Meeting of Stockholders of Columbia Universal Life Insurance Company on December 14, 2006, hereby waives notice of the Special Meeting and notice of all actions proposed to be taken at the meeting including the proposal to amend Article I of the Articles of Incorporation and consents to all actions taken at the meeting including the action approving the amendment to Article I of the Articles of Incorporation.

Dated: 12/14/06


E. Lisa Wendt, President
Verde Financial Corporation
Sole Stockholder of all the Issued and
Outstanding Shares of Columbia Universal
Life Insurance Company

LA0000 48124-0 384991v1

RESOLUTION

COLUMBIA UNIVERSAL LIFE INSURANCE COMPANY NAME CHANGE

At a special meeting held on December 14, 2006, Verde Financial Corporation, being the sole shareholder of Columbia Universal Life Insurance Company, approved the following resolutions:

RESOLVED, to approve an amendment to Article I of the Articles of Incorporation of Columbia Universal Life Insurance Company (the "Company") in the form attached hereto as Exhibit A, changing the name of the Company to "LifeSecure Insurance Company," effective immediately upon the merger of LifeSecure Insurance Company with and into the Company;

FURTHER RESOLVED, to authorize E. Lisa Wendt, its President and CEO and Sarilyn Hogan, its Corporate Secretary, to execute on behalf of the Company the amendment in the form attached hereto as Exhibit A and file said amendment with the Michigan Office of Financial and Insurance Services for approval;

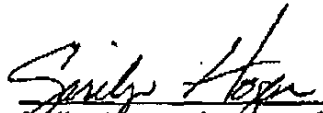
FURTHER RESOLVED, to authorize any officer of the Company to execute all further instruments and take such additional action as may be necessary in order to fully effectuate the Company name change referenced in and contemplated by these resolutions, in Michigan and in all other applicable jurisdictions.

We certify that we are the President and Secretary of Columbia Universal Life Insurance Company. The above contains an excerpt from the minutes of a special meeting of the stockholder of Columbia Universal Life Insurance Company held on December 14, 2006 showing the action taken to amend the Articles of Incorporation of Columbia Universal Life Insurance Company, and we submit these excerpts from the minutes pursuant to Section 500.5214(3) of the Michigan Insurance Code of 1956, as amended.

Dated: December 14th, 2006


E. Lisa Wendt, President

Dated: December 14th, 2006


Sarilyn Hogan, Corporate Secretary

LANSING 48124-0 384993-1

State of Michigan
Department of Labor & Economic Growth
**CERTIFICATION OF ARTICLES OF
INCORPORATION OR AMENDMENTS TO
ARTICLES OF INCORPORATION**

Office of Financial & Insurance Services

P. O. Box 30220
Lansing, MI 48909

I, Linda A. Watters, Commissioner
have examined the

Articles of Incorporation of
COLUMBIA UNIVERSAL LIFE INSURANCE COMPANY

and certify that the same is in accordance with the requirements
of the act under which this company is organized.



Signed this 9th day of March, 2007
at Lansing, Michigan

Linda A. Watters

Linda A. Watters
Commissioner



STATE OF MICHIGAN

Attorney General's Department
Lansing, Michigan

I **Hereby Certify**, That I have examined the

ARTICLES OF INCORPORATION
OF
COLUMBIA UNIVERSAL LIFE INSURANCE COMPANY

and find the same in accordance with the requirements of the statutes of the State of Michigan and not in conflict with the Constitution of this State.

Dated at Lansing, Michigan, this 30th day of November, 2006.

A handwritten signature in black ink, appearing to read "Christopher L. Kerr", written over a horizontal line.

Christopher L. Kerr
Assistant Attorney General

No. 851

ARTICLES OF INCORPORATION

OF

COLUMBIA UNIVERSAL LIFE INSURANCE COMPANY

We, the undersigned, desiring to become incorporated under the provisions of Act No. 218 of Public Acts of 1956, as amended (the "Act"), do hereby make, execute and adopt the following Articles of Incorporation, to wit:

ARTICLE I

The name of the corporation is Columbia Universal Life Insurance Company.

The corporation's principal office for the transaction of business shall be in the County of Livingston in the State of Michigan.

The corporation's street address shall be as filed with the Commissioner of the Office of Financial and Insurance Services in the corporation's most recently filed annual or quarterly statement.

ARTICLE II

The name of the incorporators and their respective city and state of residence are as follows:

<u>Incorporator Name</u>	<u>City and State of Residence</u>
Daniel J. Loepf	Birmingham, Michigan
Kenneth R. Dallafior	Brighton, Michigan
Lisa DeMoss	Rochester, Michigan
Stephen H. Kellar	Novi, Michigan
Eva Lisa Wendt	Commerce, Michigan
Jeffrey P. Rumley	Grosse Pointe Woods, Michigan
Matthew A. Case	Columbus, Michigan
Michael T. Zajac	Shelby Twp., Michigan
Benjamin N. Grier	Southfield, Michigan
Laurine Symula Parmely	Troy, Michigan
Robert W. Kasperek	Livonia, Michigan
Katherine D. Kelley	Birmingham, Michigan
Mary Anne Stepanski	Chesterfield, Michigan

ARTICLE III

The corporation is organized for the following purpose(s): namely to transact life and disability insurance as set forth in Sections 602 and 606 of the Michigan Insurance Code, being Act No. 218 of the Public Acts of 1956, as amended (the "Act").

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NOV 02 2006
OFIS
LANSING, MICHIGAN

ARTICLE IV

The term of the corporation shall be perpetual.

ARTICLE V

The annual meeting of the stockholders shall be held in the month of April of each year at a time and place determined by the board of directors.

ARTICLE VI

The corporate powers of the corporation shall be exercised by a board of directors consisting of three (3) or more persons as the stockholders may, by resolution, determine from time to time. All directors, including those filling vacancies, shall be elected by the stockholders. The stockholders shall select a Chairperson and Vice Chairperson from among the members of the board. The board of directors shall select a president, a secretary and a treasurer and may select such other officers it deems necessary. No person shall be deemed an officer unless selected by the board. All officers selected by the board shall be subject to stockholder approval. All directors and officers shall serve for a term of one (1) year and until their successors are elected and qualified or until their resignation or removal.

A majority of the board of directors constitutes a quorum.

ARTICLE VII

The authorized capital stock of the corporation consists of 240,000 shares of common stock, par value \$20.83 per share, of which 120,000 shares have been issued at a price equal to the par value per share.

ARTICLE VIII

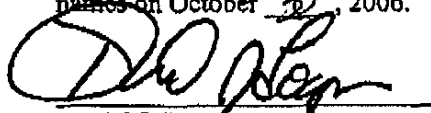
A director is not personally liable to the corporation or its stockholders or policyholders for monetary damages for a breach of the director's fiduciary duty. However, this provision does not eliminate or limit the liability of a director for any of the following:


- (a) A breach of the director's duty of loyalty to the corporation or its stockholders or policyholders.
- (b) Acts or omissions not in good faith or that involve intentional misconduct or knowing violation of law.
- (c) A violation of section 5036, 5276, or 5280 of the Act.
- (d) A transaction from which the director derived an improper personal benefit.


(e) An act or omission occurring before the date these Articles of Incorporation were first filed with the Office of Financial and Insurance Services of the State of Michigan.

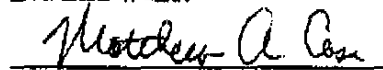
Signature of Incorporators:

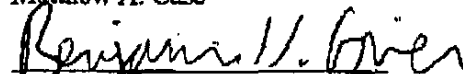
We the parties associating to give legal effect to these Articles of Incorporation sign our names on October 30, 2006.


Daniel J. Loepf



Lisa DeMoss


Eva Lisa Wendt


Matthew A. Case



Benjamin N. Grier



Katherine D. Kelley

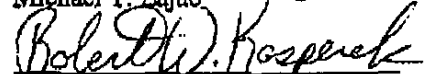

Mary Anne Stepanski



Kenneth R. Dallafior


Stephen H. Kellar


Jeffrey P. Ramley


Michael T. Zajac


Robert W. Kasperek


Laurine Symula Parnely

Certification of Notary Public

STATE OF MICHIGAN)
COUNTY OF Wayne) ss.

On this 25th day of October, 2006, before me, the undersigned notary, personally appeared Daniel J. Loepp, personally known to me or proved to me through government-issued documentary evidence, to be the person whose name is signed on the preceding or attached document, and acknowledged to me that he signed it voluntarily for its stated purpose.

Notary
Seal

Sharon L. Stone
Notary Public SHARON L. STONE
County, Michigan Public, Wayne County, MI
My commission expires: My Commission Expires Oct. 14, 2007
Acting in the County of Wayne

STATE OF MICHIGAN)
COUNTY OF Wayne) ss.

On this 25 day of October, 2006, before me, the undersigned notary, personally appeared Kenneth R. Dallafior, personally known to me or proved to me through government-issued documentary evidence, to be the person whose name is signed on the preceding or attached document, and acknowledged to me that he signed it voluntarily for its stated purpose.

Notary
Seal

Janet V. Kean
Notary Public
County, Michigan
My commission expires: My Commission Expires Sep 15, 2010
Acting in the County of Wayne

STATE OF MICHIGAN)
COUNTY OF Wayne) ss.

On this 25 day of October, 2006, before me, the undersigned notary, personally appeared Lisa DeMoss, personally known to me or proved to me through government-issued documentary evidence, to be the person whose name is signed on the preceding or attached document, and acknowledged to me that she signed it voluntarily for its stated purpose.

Notary
Seal

Janet V. Kean
Notary Public
County, Michigan
My commission expires: My Commission Expires Sep 15, 2010
Acting in the County of Wayne

STATE OF MICHIGAN)
COUNTY OF Livingston) ss.

On this 30 day of October, 2006, before me, the undersigned notary, personally appeared Stephen H. Kellar, personally known to me or proved to me through government-issued documentary evidence, to be the person whose name is signed on the preceding or attached document, and acknowledged to me that he signed it voluntarily for its stated purpose.

Notary
Seal

Diane J. Garwood
Notary Public
Livingston County, Michigan
My commission expires: 5-31-2013

DIANE J. GARWOOD
Notary Public, State of Michigan
County of Oakland
My Commission Expires 05-31-2013
Acting in the county of Livingston

STATE OF MICHIGAN)
COUNTY OF Livingston) ss.

On this 30 day of October, 2006, before me, the undersigned notary, personally appeared Eva Lisa Wendt, personally known to me or proved to me through government-issued documentary evidence, to be the person whose name is signed on the preceding or attached document, and acknowledged to me that she signed it voluntarily for its stated purpose.

Notary
Seal

Diane J. Garwood
Notary Public
Livingston County, Michigan
My commission expires: 5-31-2013

DIANE J. GARWOOD
Notary Public, State of Michigan
County of Oakland
My Commission Expires 05-31-2013
Acting in the county of Livingston

STATE OF MICHIGAN)
COUNTY OF Wayne) ss.

On this 25 day of October, 2006, before me, the undersigned notary, personally appeared Jeffrey P. Rumley, personally known to me or proved to me through government-issued documentary evidence, to be the person whose name is signed on the preceding or attached document, and acknowledged to me that he signed it voluntarily for its stated purpose.

Notary
Seal

Janet V. Kean
Notary Public
Wayne County, Michigan
My commission expires: _____

JANET V. KEAN
Notary Public - Michigan
Wayne County
My Commission Expires Sep 15, 2010
Acting in the County of Wayne

STATE OF MICHIGAN)
COUNTY OF Wayne) ss.

On this 25 day of October, 2006, before me, the undersigned notary, personally appeared Matthew A. Case, personally known to me or proved to me through government-issued documentary evidence, to be the person whose name is signed on the preceding or attached document, and acknowledged to me that he signed it voluntarily for its stated purpose.

JANE L. KEAN
Notary Public - Michigan
Wayne County
My Commission Expires Sep 15, 2010
Acting in the County of Wayne

STATE OF MICHIGAN)
COUNTY OF Wayne) ss.

On this 3rd day of October, 2006, before me, the undersigned notary, personally appeared Michael T. Zajac, personally known to me or proved to me through government-issued documentary evidence, to be the person whose name is signed on the preceding or attached document, and acknowledged to me that he signed it voluntarily for its stated purpose.

JANET V KEAN
Notary Public - Michigan
Wayne County
My Commission Expires Sep 15, 2010
Acting in the County of Wayne

STATE OF MICHIGAN)
COUNTY OF Wayne) ss.

On this 25 day of October, 2006, before me, the undersigned notary, personally appeared Benjamin N. Grier, personally known to me or proved to me through government-issued documentary evidence, to be the person whose name is signed on the preceding or attached document, and acknowledged to me that he signed it voluntarily for its stated purpose.

JANE V. KEAN
Notary Public - Michigan
Wayne County
My Commission Expires Sep 15, 2010
Acting in the County of Wayne

STATE OF MICHIGAN)

COUNTY OF Wayne

35.

On this 25 day of October, 2006, before me, the undersigned notary, personally appeared Laurine Symula Parmely, personally known to me or proved to me through government-issued documentary evidence, to be the person whose name is signed on the preceding or attached document, and acknowledged to me that she signed it voluntarily for its stated purpose.

**Notary
Seal**

Garnet V. Kean
Notary Public

County, Michigan
My commission expires: _____

JANEI V KEAN
Notary Public - Michigan
Wayne County
My Commission Expires Sep 15, 2010
Acting in the County of Wayne

STATE OF MICHIGAN)
)

COUNTY OF Wayne

\$\$.

On this 25 day of October, 2006, before me, the undersigned notary, personally appeared Robert W. Kasperek, personally known to me or proved to me through government-issued documentary evidence, to be the person whose name is signed on the preceding or attached document, and acknowledged to me that he signed it voluntarily for its stated purpose.

Notary
Seal

Janet V. Kean
Notary Public _____ County, Michigan
My commission expires: _____

Notary Public - Michigan
Wayne County
My Commission Expires Sep 15, 2010
Acting in the County of Wayne

STATE OF MICHIGAN

COUNTY OF Wayne

SS.

On this 27 day of October, 2006, before me, the undersigned notary, personally appeared Katherine D. Kelley, personally known to me or proved to me through government-issued documentary evidence, to be the person whose name is signed on the preceding or attached document, and acknowledged to me that she signed it voluntarily for its stated purpose.

**Notary
Seal**

Janet V. Keane
Notary Public _____ County, Michigan
My commission expires: _____

My Commission Expires Sep 15, 2010
Acting in the County of Wayne